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

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

OMB No. 1545-0052

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation PRITZKER FOUNDATION		A Employer identification number 36-6058062
Number and street (or P.O. box number if mail is not delivered to street address) 71 SOUTH WACKER DRIVE	Room/suite 4700	B Telephone number (312) 803-4546
City or town, state, and ZIP code CHICAGO, IL 60606		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 351,170,178.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,478,608.	1,462,303.		STATEMENT 1
	4 Dividends and interest from securities	2,890,140.	2,890,140.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,662,292.			STATEMENT 3
	b Gross sales price for all assets on line 6a	48,836,406.			
	7 Capital gain net income (from Part IV, line 2)		10,662,292.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	225,838.	344,249.		STATEMENT 4
	12 Total. Add lines 1 through 11	15,256,878.	15,358,984.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	19,809.	0.		-19,809.
	b Accounting fees				
	c Other professional fees	96,944.	96,944.		0.
	17 Interest	156,591.	156,591.		0.
	18 Taxes	702,746.	65,228.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses	3,916,483.	3,907,939.		3,253.	
24 Total operating and administrative expenses. Add lines 13 through 23	4,892,573.	4,226,702.		23,062.	
25 Contributions, gifts, grants paid	9,426,500.			9,426,500.	
26 Total expenses and disbursements. Add lines 24 and 25	14,319,073.	4,226,702.		9,449,562.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	937,805.				
b Net investment income (if negative, enter -0-)		11,132,282.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	27,310.	98,943.	98,943.
	2 Savings and temporary cash investments	5,944,727.	6,747,477.	6,747,477.
	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			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 9	291,974,886.	305,610,899.	340,428,758.
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)	STATEMENT 10)	16,974,075.	3,895,000.	3,895,000.
16 Total assets (to be completed by all filers)		314,920,998.	316,352,319.	351,170,178.
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			
22 Other liabilities (describe)	STATEMENT 11)	200.	200.	
23 Total liabilities (add lines 17 through 22)		200.	200.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	14,569,496.	14,569,496.	
	29 Retained earnings, accumulated income, endowment, or other funds	300,351,302.	301,289,107.	
30 Total net assets or fund balances		314,920,798.	315,858,603.	
31 Total liabilities and net assets/fund balances		314,920,998.	315,858,803.	

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	314,920,798.
2 Enter amount from Part I, line 27a	2	937,805.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	315,858,603.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	315,858,603.

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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			
b SEE ATTACHED STATEMENTS			
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 48,836,406.		44,458,611.	10,662,292.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			10,662,292.

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	10,662,292.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	14,934,349.	337,812,002.	.044209
2009	17,201,881.	304,589,799.	.056476
2008	24,355,260.	401,225,814.	.060702
2007	17,472,576.	443,802,984.	.039370
2006	20,707,265.	387,670,384.	.053415

2 Total of line 1, column (d)	2	.254172
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	.050834
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	360,685,697.
5 Multiply line 4 by line 3	5	18,335,097.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	111,323.
7 Add lines 5 and 6	7	18,446,420.
8 Enter qualifying distributions from Part XII, line 4	8	9,449,562.

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.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	222,646.
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	0.
3 Add lines 1 and 2		3	222,646.
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	222,646.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	460,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	260,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	720,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	497,354.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 497,354. Refunded <input type="checkbox"/>	11	0.	

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 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"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
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"/> \$ 0.		
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.	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	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?	6	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.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL, CA		
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	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of PRITZKER FAMILY OFFICE, L.L.C. Telephone no. (312) 803-4546 Located at 71 SOUTH WACKER DRIVE, SUITE 4700, CHICAGO, IL ZIP+4 60606			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year N/A	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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No 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 fall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <div style="border: 1px solid black; height: 20px; width: 100%;"></div>		
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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 ☒ Nob 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)? ☐ N/AOrganizations 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? ☐ N/A ☐ 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 ☒ Nob 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A**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.

(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
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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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	0.
b	Average of monthly cash balances	1b	5,723,289.
c	Fair market value of all other assets	1c	360,455,084.
d	Total (add lines 1a, b, and c)	1d	366,178,373.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	366,178,373.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,492,676.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	360,685,697.
6	Minimum investment return. Enter 5% of line 5	6	18,034,285.

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	18,034,285.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	222,646.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	222,646.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,811,639.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,811,639.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,811,639.

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	9,449,562.
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	
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	9,449,562.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,449,562.

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.

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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				17,811,639.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				2,224,325.
e From 2010				
f Total of lines 3a through e	2,224,325.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$				9,449,562.
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				9,449,562.
e Remaining amount distributed out of corpus	0.			
f Total of lines 4a through 4e	2,224,325.			2,224,325.
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	0.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				6,137,752.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
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				

Form 990-PF (2011)

123581
12-02-11

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

N/A

- 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 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)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT				9,426,500.
Total			3a	9,426,500.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2011)

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash			X
(2) Other assets			X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization			X
(2) Purchases of assets from a noncharitable exempt organization			X
(3) Rental of facilities, equipment, or other assets			X
(4) Reimbursement arrangements			X
(5) Loans or loan guarantees			X
(6) Performance of services or membership or fundraising solicitations			X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees			X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	<div style="border-bottom: 1px solid black; display: flex; justify-content: space-between;"> <i>Boyd Gray</i> 11/12/12 </div> <div style="display: flex; justify-content: space-between; font-size: small;"> Signature of officer or trustee Date Title </div>	VICE PRESIDENT			
Paid Preparer Use Only	Print/Type preparer's name BRITTNEY SAKS	Preparer's signature <i>Brittney Saks</i>	Date 11/9/12	Check <input type="checkbox"/> 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	

PRITZKER FOUNDATION

 CONTINUATION FOR 990-PF, PART IV
 36-6058062 PAGE 1 OF 2

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 DOUBLELINE TOTAL RETURN BOND FUND	P	VARIOUS	VARIOUS
b HILDENE OPPORTUNITIES	P	VARIOUS	VARIOUS
c HYATT WILSHIRE CORPORATION	P	VARIOUS	VARIOUS
d INDUS JAPAN FUND	P	VARIOUS	VARIOUS
e INDUS JAPAN LONG ONLY FUND - ST	P	VARIOUS	VARIOUS
f INDUS JAPAN LONG ONLY FUND - LT	P	VARIOUS	VARIOUS
g ONE WILLIAM STREET - ST	P	VARIOUS	VARIOUS
h ONE WILLIAM STREET - LT	P	VARIOUS	VARIOUS
i MFP PARTNERS - ST	P	VARIOUS	VARIOUS
j MFP PARTNERS - LT	P	VARIOUS	VARIOUS
k MFP PARTNERS - 1231	P	VARIOUS	VARIOUS
l MEDA ACCESS FEEDER FUND - ST	P	VARIOUS	VARIOUS
m MEDA ACCESS FEEDER FUND - LT	P	VARIOUS	VARIOUS
n NEWPORT ASIA	P	VARIOUS	VARIOUS
o NORTHERN TRUST	P	VARIOUS	VARIOUS

(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 8,215,856.		7,600,000.	615,856.
b 1,560,000.		876,090.	683,910.
c		761,259.	<761,259.>
d 1,497,901.		1,380,415.	117,486.
e			<420,068.>
f			21,699.
g			408,546.
h			171,800.
i			16,118.
j			136,357.
k			<3,396.>
l			<970,962.>
m			<182,877.>
n			54,333.
o 5,423.			5,423.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			615,856.
b			683,910.
c			<761,259.>
d			117,486.
e			<420,068.>
f			21,699.
g			408,546.
h			171,800.
i			16,118.
j			136,357.
k			<3,396.>
l			<970,962.>
m			<182,877.>
n			54,333.
o			5,423.

 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 }

 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).
 If (loss), enter "-0-" in Part I, line 8

 123591
 05-01-11

PRITZKER FOUNDATION

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	PF HOLDINGS I, INC	P	VARIOUS	VARIOUS
b	SANDSTONE	P	VARIOUS	VARIOUS
c	TEMPLETON GLOBAL BOND FUND	P	VARIOUS	VARIOUS
d	TRADERS OFFSHORE FUND	P	VARIOUS	VARIOUS
e	VIKING GLOBAL	P	VARIOUS	VARIOUS
f	PIMCO	P	VARIOUS	VARIOUS
g	PFF, LLC - ST	P	VARIOUS	VARIOUS
h	PFF, LLC - LT	P	VARIOUS	VARIOUS
i	PFF, LLC - 1231	P	VARIOUS	VARIOUS
j	SR GLOBAL	P	VARIOUS	VARIOUS
k	PIMCO	P	VARIOUS	VARIOUS
l	MONTPELIER FUND	P	VARIOUS	VARIOUS
m	HILDENE OPPORTUNITIES	P	VARIOUS	VARIOUS
n	TIGER GLOBAL	P	VARIOUS	VARIOUS
o	CAPITAL GAINS DIVIDENDS			

(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 149.			149.
b 6,032,760.		7,251,568.	<1,218,808.>
c 2,500,000.		2,511,062.	<11,062.>
d 6,153,042.		8,100,000.	<1,946,958.>
e 2,600,000.		921,813.	1,678,187.
f 1,000,000.		1,017,510.	<17,510.>
g			797,664.
h			6,217,777.
i			37,506.
j 11,554,705.		7,720,187.	3,834,518.
k 13.			13.
l 4,055,299.		4,657,453.	<602,154.>
m 1,040,000.		588,640.	451,360.
n 2,575,000.		1,072,614.	1,502,386.
o 46,258.			46,258.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			149.
b			<1,218,808.>
c			<11,062.>
d			<1,946,958.>
e			1,678,187.
f			<17,510.>
g			797,664.
h			6,217,777.
i			37,506.
j			3,834,518.
k			13.
l			<602,154.>
m			451,360.
n			1,502,386.
o			46,258.

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	10,662,292.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
HYATT WILSHIRE CORPORATION	7.
INDUS JAPAN ONLY FUND, LP	1,626.
JP MORGAN CHASE	592.
JP MORGAN CHASE - SWEEP ACCOUNT	1,409.
MEDA ACCESS FEEDER FUND	192.
MFP PARTNERS	11,357.
MFP PARTNERS - US INTEREST	121.
MORGAN STANLEY	93.
NEWPORT ASIA INSTITUTIONAL FUND	27.
ONE WILLIAM STREET	148,710.
PRITZKER FAMILY FOUNDATION LLC	1,300,302.
PRITZKER FAMILY FOUNDATION LLC - US INTEREST	1,995.
WELLS FARGO	12,177.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,478,608.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INDUS JAPAN ONLY FUND, LP	35,407.	0.	35,407.
JP MORGAN CHASE	4.	0.	4.
MEDA ACCESS FEEDER FUND	74,029.	0.	74,029.
MFP PARTNERS	49,880.	0.	49,880.
NEWPORT ASIA INSTITUTIONAL FUND	253,045.	0.	253,045.
PIMCO FUNDS	20,889.	0.	20,889.
PRAIRIE SHORES, INC.	900.	0.	900.
PRITZKER FAMILY FOUNDATIONS LLC	2,026,716.	0.	2,026,716.
RAYTHEON	127.	0.	127.
TEMPLETON GLOBAL	475,401.	46,258.	429,143.
TOTAL TO FM 990-PF, PART I, LN 4	2,936,398.	46,258.	2,890,140.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

3

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
			PURCHASED	VARIOUS	VARIOUS
DOUBLELINE TOTAL RETURN BOND FUND	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	8,215,856.	7,600,000.	0.	0.	615,856.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
			PURCHASED	VARIOUS	VARIOUS
HILDENE OPPORTUNITIES	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	1,560,000.	876,090.	0.	0.	683,910.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
			PURCHASED	VARIOUS	VARIOUS
HYATT WILSHIRE CORPORATION	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	0.	761,259.	0.	0.	<761,259.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
INDUS JAPAN FUND				PURCHASED	VARIOUS	VARIOUS
	1,497,901.	1,380,415.	0.	0.	117,486.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
INDUS JAPAN LONG ONLY FUND - ST				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	<420,068.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
INDUS JAPAN LONG ONLY FUND - LT				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	21,699.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
ONE WILLIAM STREET - ST				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	408,546.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
ONE WILLIAM STREET - LT				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	171,800.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
MFP PARTNERS - ST				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	16,118.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
MFP PARTNERS - LT				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	136,357.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
MFP PARTNERS - 1231				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	<3,396.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
MEDA ACCESS FEEDER FUND - ST				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	<970,962.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
MEDA ACCESS FEEDER FUND - LT				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	<182,877.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
NEWPORT ASIA				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	54,333.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
NORTHERN TRUST				PURCHASED	VARIOUS	VARIOUS
	5,423.	0.	0.	0.	5,423.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PF HOLDINGS I, INC				PURCHASED	VARIOUS	VARIOUS
	149.	0.	0.	0.	149.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
SANDSTONE				PURCHASED	VARIOUS	VARIOUS
	6,032,760.	7,251,568.	0.	0.	<1,218,808.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
TEMPLETON GLOBAL BOND FUND				PURCHASED	VARIOUS	VARIOUS
	2,500,000.	2,511,062.	0.	0.	<11,062.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
TRADERS OFFSHORE FUND				PURCHASED	VARIOUS	VARIOUS
	6,153,042.	8,100,000.	0.	0.	<1,946,958.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VIKING GLOBAL				PURCHASED	VARIOUS	VARIOUS
	2,600,000.	921,813.	0.	0.	1,678,187.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PIMCO				PURCHASED	VARIOUS	VARIOUS
	1,000,000.	1,017,510.	0.	0.	<17,510.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PFF, LLC - ST				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	797,664.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PFF, LLC - LT				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	6,217,777.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PFF, LLC - 1231				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	37,506.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
SR GLOBAL				PURCHASED	VARIOUS	VARIOUS
	11,554,705.	7,720,187.	0.	0.	3,834,518.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PIMCO				PURCHASED	VARIOUS	VARIOUS
	13.	0.	0.	0.	13.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
MONTPELIER FUND	4,055,299.	4,657,453.	0.	0.		<602,154.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
HILDENE OPPORTUNITIES	1,040,000.	588,640.	0.	0.		451,360.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
TIGER GLOBAL	2,575,000.	1,072,614.	0.	0.		1,502,386.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
	0.	0.	0.	0.		0.

NET GAIN OR LOSS FROM SALE OF ASSETS	10,616,034.
CAPITAL GAINS DIVIDENDS FROM PART IV	46,258.
TOTAL TO FORM 990-PF, PART I, LINE 6A	10,662,292.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	3,501.	108.	
NEWPORT ASIA INSTITUTIONAL FUND LP	7,748.	7,748.	
INDUS JAPAN LONG ONLY FUND, LP	45,697.	45,697.	
PRITZKER FAMILY FOUNDATION - NONTAXABLE DISTRIBUTION	14.	0.	
PRITZKER FAMILY FOUNDATION, LLC	408,615.	408,615.	
MEDA ACCESS FEEDER FUND	<21,604.>	<21,604.>	
MFP PARTNERS	31,186.	31,186.	
STATE STREET	5,261.	5,261.	
NAVIGATOR PARTNERS FUND	<132,762.>	<132,762.>	
MFP PARTNERS, LP	47,196.	0.	
PRITZKER FAMILY FOUNDATION, LLC	<123,173.>	0.	
INDUS JAPAN LONG ONLY FUND, LP	<45,841.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	225,838.	344,249.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES - NEAL, GERBER & EISENBERG	19,809.	0.		19,809.
TO FM 990-PF, PG 1, LN 16A	19,809.	0.		19,809.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - MONTICELLO ASSOCIATES	120,000.	120,000.		0.
INVESTMENT ADVISORY FEES - HSBC PRECIOUS METALS	24,379.	24,379.		0.
INVESTMENT ADVISORY FEES - ONE WILLIAM STREET	<47,435.>	<47,435.>		0.
TO FORM 990-PF, PG 1, LN 16C	96,944.	96,944.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID - PRITZKER FAMILY FOUNDATIONS LLC	41,354.	41,354.		0.	
FOREIGN TAXES PAID - MEDA ACCESS FEEDER FUND	1,250.	1,250.		0.	
FOREIGN TAXES PAID - MFP PARTNERS	3,497.	3,497.		0.	
FOREIGN TAXES PAID - INDUS JAPAN LONG ONLY FUND	2,434.	2,434.		0.	
FOREIGN TAXES PAID - NEWPORT ASIA INSTITUTIONAL FUND	16,693.	16,693.		0.	
STATE TAXES PAID - 2010 CALIFORNIA	10.	0.		0.	
STATE TAXES PAID - CALIFORNIA C/F	3,393.	0.		0.	
FEDERAL TAXES PAID	634,115.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	702,746.	65,228.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PORTFOLIO DEDUCTIONS - HYATT WILSHIRE CORPORATION	51.	51.		0.	
PORTFOLIO DEDUCTIONS - PRITZKER FAMILY FOUNDATIONS LLC	2,930,207.	2,930,207.		0.	
PORTFOLIO DEDUCTIONS - MFP PARTNERS	88,172.	88,172.		0.	
PORTFOLIO DEDUCTIONS - NEWPORT ASIA INST FUND LP	117,966.	117,966.		0.	
BANK FEES	5,718.	5,718.		0.	
MISCELLANEOUS EXPENSE	80.	0.		80.	
PRITZKER FAMILY FOUNDATION LLC - CHARITABLE CONTRIBUTION	540.	0.		540.	
PRITZKER FAMILY FOUNDATION LLC - NONDEDUCTIBLE EXPENSES	5,330.	0.		0.	
MISCELLANEOUS EXPENSE - M&T PRITZKER CHARITABLE	250.	0.		250.	

PRITZKER FOUNDATION

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PRITZKER FAMILY FOUNDATION LLC - OTHER DEDUCTIONS	550,296.	550,296.	0.
INDUS JAPAN LONG ONLY - OTHER DEDUCTIONS	60,765.	60,765.	0.
MFP PARTNERS - CHARITABLE CONTRIBUTIONS	97.	0.	97.
MISCELLANEOUS EXPENSE - PRITZKER PUCKER CHARITABLE	250.	0.	250.
PORTFOLIO DEDUCTIONS - MEDA ACCESS FEEDER FUND	81,604.	81,604.	0.
NAVIGATOR PARTNERS, OTHER DEDUCTIONS	7,430.	7,430.	0.
PRITZKER FAMILY FOUNDATION LLC - ROYALTY DEDUCTION	64,754.	64,754.	0.
MFP PARTNERS - OTHER DEDUCTIONS	976.	976.	0.
TRAVEL EXPENSES	2,036.	0.	2,036.
STATE OF CALIFORNIA - PENALTIES	<39.>	0.	0.
TO FORM 990-PF, PG 1, LN 23	3,916,483.	3,907,939.	3,253.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRAIRIE SHORES INC	FMV	1,255.	1,255.
UNDERGROUND FESTIVAL INC	FMV	705,000.	705,000.
HYATT WILSHIRE CORP	FMV	0.	0.
PRITZKER FAMILY FOUNDATIONS LLC	FMV	154,932,309.	159,492,881.
NEWPORT ASIA	FMV	8,440,853.	11,789,243.
NEW VERNON INDIA	FMV	1,285,446.	867,145.
EGERTON EU DOLLAR FUND	FMV	522,804.	3,104,910.
MONTPELIER FUND	FMV	8,344,008.	3,550,870.
TIGER GLOBAL LTD.	FMV	7,427,386.	17,830,756.
VENOR CAPITAL OFFSHORE LTD.	FMV	10,230,550.	9,064,797.
SANDSTONE CAPITAL INDIA OFFSHORE FUND, LTD.	FMV	1,128,432.	331,061.
WELLINGTON - BAY POND	FMV	5,410,000.	8,374,853.
VIKING GLOBAL	FMV	3,398,550.	9,571,889.
TRANSUNION STOCK	FMV	1.	1.
INDUS ASIA PACIFIC FUND, LTD	FMV	82,661.	63,575.
INDUS JAPAN FUND, LTD.	FMV	0.	0.
M&T CHARITABLE FD, LLC	FMV	100.	100.
PRITZKER PUCKER CHARITABLE FD, LLC	FMV	100.	100.
HILDENE OPPORTUNITIES OFFSHORE FUND	FMV	6,469,270.	11,884,600.
HSBC PRIVATE BANK	FMV	21,921,415.	30,094,254.
MEDA ACCESS FEEDER FUND	FMV	3,370,299.	3,155,303.
MFP PARTNERS LP	FMV	3,795,709.	4,081,200.
SR. GLOBAL FUND INC.	FMV	0.	0.

PRITZKER FOUNDATION

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PIMCO	FMV	2,127,632.	2,230,457.
TONTINE TOTAL RETURN FUND	FMV	1,557,600.	618,620.
ASTENBECK COMMODITIES	FMV	5,100,000.	4,641,225.
LIVING WATERS (THE TRADERS OFFSHORE FUND)	FMV	0.	0.
M SQUARE	FMV	7,700,000.	7,019,424.
NAVIGATOR PARTNERS FUND, LP	FMV	12,063,309.	11,997,825.
ONE WILLIAM STREET	FMV	8,511,244.	8,511,245.
CLAROS REAL ESTATE	FMV	5,175,000.	5,213,628.
EPI WISDOM TREE INDIA ETF	FMV	9,358,193.	7,947,576.
INDUS JAPAN LONG ONLY FUND, LP	FMV	3,280,085.	5,715,131.
NEVSKY FUND LIMITED	FMV	5,100,000.	5,125,041.
RAYTHEON	FMV	5,550.	5,550.
TEMPLETON GLOBAL FUND	FMV	8,164,336.	7,437,441.
HYATT WILSHIRE LLC	FMV	1,802.	1,802.
TOTAL TO FORM 990-PF, PART II, LINE 13		305,610,899.	340,428,758.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
JEWELRY	280,000.	280,000.	280,000.
OTHER RECEIVABLE - ICAHN FUND	7,349,144.	0.	0.
OTHER RECEIVABLE - NEW VERNON INDIA	3,975,727.	0.	0.
OTHER RECEIVABLE - COLUMBUS HILL	5,369,204.	0.	0.
OTHER RECEIVABLE - HILDENE OPPORTUNITIES	0.	1,040,000.	1,040,000.
OTHER RECEIVABLE - TIGER GLOBAL	0.	2,575,000.	2,575,000.
TO FORM 990-PF, PART II, LINE 15	16,974,075.	3,895,000.	3,895,000.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
EXCHANGE - M&T PRITZKER CHARITABLE FUND, LLC	100.	100.	
EXCHANGE - PRITZKER PUCKER CHARITABLE FUND, LLC	100.	100.	
TOTAL TO FORM 990-PF, PART II, LINE 22	200.	200.	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS J PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & V.P. 0.25	0.	0.	0.
ROBERT PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & PRESIDENT 0.25	0.	0.	0.
PENNY PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & V.P. 0.25	0.	0.	0.
NICHOLAS J. PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & V.P. 0.25	0.	0.	0.
RONALD D. WRAY 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	V.P. & SECRETARY 0.25	0.	0.	0.
MARK HOPLAMAZIAN 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2011
 EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2011 FORM 990-PF BALANCE SHEET
PART II, LINE 2
SAVINGS AND TEMPORARY CASH INVESTMENTS

	<u>Beginning of Year</u>	<u>End of Year</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
JP MORGAN MONEY MARKET FUND	3,136,285	6,526,882	6,526,882
MORGAN STANLEY	3	3	3
WELLS FARGO	2,808,438	220,591	220,591
INDEX DEPOSIT - JP MORGAN CHASE BANK	1	1	1
	<u>5,944,727</u>	<u>6,747,477</u>	<u>6,747,477</u>

PRITZKER FOUNDATION
FOR THE PERIOD ENDED DECEMBER 31, 2011
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2011 FORM 990-PF
PART VII-A, STATEMENTS REGARDING ACTIVITIES, LINE 11

NAME & ADDRESS OF CONTROLLED ENTITY	EIN	DESCRIPTION OF TRANSFER	AMOUNT OF TRANSFER
PRITZKER FAMILY FOUNDATIONS, L.L.C 71 SOUTH WACKER DRIVE, SUITE 4600 CHICAGO, IL 60606	20-0192717	N/A	N/A

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The Pritzker Pucker Family Foundation 71 South Wacker Drive, Suite 4700 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$18,148,827 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Pritzker Pucker Family Foundation filed a report on February 28, 2012, verifying the amounts expended for charitable purposes prior to December 31, 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	Anthony Pritzker Family Foundation c/o PFMC, L.L.C. 1603 Orrington Avenue, Suite 1600 Evanston, IL 60201
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$27,731,902 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Anthony Pritzker Family Foundation filed a report on March 12, 2012, verifying the amounts expended for charitable purposes prior to December 31, 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The Jay Pritzker Foundation 3555 Timmons Lane, Suite 800 Houston, TX 77027-6426
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2009, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Jay Pritzker Foundation filed a report on March 31, 2010, verifying the amounts expended for charitable purposes prior to December 31, 2009.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The Libra Foundation 10 South Wacker Drive, Suite 1860 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$21,193,454 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Libra Foundation filed a report on March 16, 2012, verifying the amounts expended for charitable purposes prior to December 31, 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	Pema Foundation 3555 Timmons Lane, Suite 800 Houston, TX 77027-6426
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2009, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Pema Foundation filed a report on March 31, 2010, verifying the amounts expended for charitable purposes prior to December 31, 2009.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	Seedlings Foundation 550 East Main Street, #32 Branford, CT 06405
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2009, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	Seedlings Foundation filed a report on March 10, 2010, verifying the amounts expended for charitable purposes prior to December 31, 2009.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	Pritzker Family Foundation c/o PFMC, L.L.C. 1603 Orrington Avenue, Suite 1070 Evanston, IL 60201
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2009, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	Pritzker Family Foundation filed a report on February 16, 2010, verifying the amounts expended for charitable purposes prior to December 31, 2009.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The Colonel (IL) James N. Pritzker Charitable Distribution Fund 104 South Michigan Avenue, Suite 500 Chicago, IL 60603
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2010, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Colonel (IL) James N. Pritzker Charitable Distribution Fund filed a report on March 11, 2011, verifying the amounts expended for charitable purposes prior to December 31, 2010.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The Pritzker Traubert Family Foundation 71 South Wacker Drive, Suite 4700 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$24,635,169 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Pritzker Traubert Family Foundation filed a report on February 28, 2012, verifying the amounts expended for charitable purposes prior to December 31, 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	Margot and Thomas Pritzker Family Foundation 71 South Wacker Drive, Suite 4700 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$19,131,743 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	Margot and Thomas Pritzker Family Foundation filed a report on February 28, 2012, verifying the amounts expended for charitable purposes prior to December 31, 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2011

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC Regulation §53.4945-5(d)(2):

Grantee:	The John and Lisa Pritzker Family Fund Pier5, The Embarcadero, Suite 102 San Francisco, CA 94111
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2011, \$35,000,000 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The John and Lisa Pritzker Family Fund filed a report on March 31, 2012, verifying the amounts expended for charitable purposes prior December 31 2011.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

THE PRITZKER FOUNDATION
FEIN: 36-6058062
Statement Attached to and Made Part of 2011 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2011 to December 31, 2011

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
After School Matters, Inc. 66 E Randolph St., Chicago, IL 60601	501(c)(3)	General Operating Support	25,000.00
American Cancer Society 250 Williams Street NW, Atlanta, GA 30303	501(c)(3)	General Operating Support	25,000.00
American Committee for the Weizmann 633 3rd Avenue 20th Floor, New York, NY 10017	501(c)(3)	General Operating Support	15,000.00
Black Ensemble Theater Corporation 4520 N. Beacon Street, Chicago, IL 60640	501(c)(3)	General Operating Support	50,000.00
Chicago Academy for the Arts 1010 West Chicago Avenue, Chicago, IL 60642	501(c)(3)	General Operating Support	50,000.00
Chicago Cares 300 West Adams, Suite 300, Chicago, IL 60606	501(c)(3)	General Operating Support	100,000.00
Chicago Public Education Fund 500 West Madison St Ste 3700, Chicago, IL 60661	501(c)(3)	General Operating Support	500,000.00
Chicago Public Library Foundation 20 North Michigan Ave Lobby 102, Chicago, IL 60602	501(c)(3)	General Operating Support	35,000.00
Chicago Scholars Foundation 55 East Jackson Chicago, IL 60604	501(c)(3)	General Operating Support	85,000.00
Chicago Family Health Center Inc 9119 South Exchange Avenue, Chicago, IL 60617	501(c)(3)	General Operating Support	40,000.00
Citizens United for Research in Epilepsy (CURE) 730 N Franklin St., Suite 404, Chicago, IL 60654	501(c)(3)	General Operating Support	5,000.00
Columbia University 475 Riverside Dr., New York, NY 10115	501(c)(3)	General Operating Support	430,000.00
Conservation International Foundation 2011 Crystal Drive No 500, Arlington, VA 22202	501(c)(3)	General Operating Support	1,000,000.00
Council of Religious Leaders of Metropolitan Chicago 155 E Superior St., Chicago, IL 60611	501(c)(3)	General Operating Support	10,000.00
Council on Foreign Relations 58 E 68th St, New York, NY 10021	501(c)(3)	General Operating Support	90,000.00

THE PRITZKER FOUNDATION
FEIN: 36-6058062
Statement Attached to and Made Part of 2011 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2011 to December 31, 2011

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Enkaon Institute 420 N. Wabash Ave., Chicago, IL 60611	501(c)(3)	General Operating Support	200,000.00
Francis Parker School 330 W. Webster, Chicago, IL 60614	501(c)(3)	General Operating Support	300,000.00
Glenwood School 500 W. 187th Street, Glenwood, IL 60425	501(c)(3)	General Operating Support	1,000.00
Holocaust Memorial Foundation of Illinois 9603 Woods Drive, Skokie, IL 60077	501(c)(3)	General Operating Support	1,000.00
Independent Sector 1802 L Street NW No 900, Washington, DC 20036	501(c)(3)	General Operating Support	10,000.00
Jewish United Fund of Metropolitan Chicago 30 South Wells No 4049, Chicago, IL 60606	501(c)(3)	General Operating Support	250,000.00
John F. Kennedy Center for the Performing Arts 2700 F Street NW, Washington, DC 20568	501(c)(3)	General Operating Support	81,000.00
Juvenile Diabetes Research Foundation 500 N. Dearborn, Suite 305, Chicago, IL 60654	501(c)(3)	General Operating Support	5,000.00
Juvenile Protective Association 1707 N. Halsted Street, Chicago IL 60614	501(c)(3)	General Operating Support	10,000.00
Landmarks Illinois 53 W. Jackson Blvd., Suite 1315, Chicago, IL 60604	501(c)(3)	General Operating Support	5,000.00
Max McGraw Wildlife Foundation P.O. Box 9, Route 25, Dundee, IL 60118	501(c)(3)	General Operating Support	35,000.00
Metropolitan Family Services One North Dearborn No 1003, Chicago, IL 60602	501(c)(3)	General Operating Support	10,000.00
Michigan State University Foundation 2727 Alliance Drive, Lansing, MI 48910	501(c)(3)	General Operating Support	100,000.00
Mikva Challenge Grant Foundation 25 East Washington, Chicago, IL 60602	501(c)(3)	General Operating Support	5,000.00
Millennium Park, Inc. 201 East Randolph Street, Chicago, IL 60601	501(c)(3)	General Operating Support	10,000.00
Museum of Contemporary Art 220 East Chicago Ave., Chicago, IL 60611	501(c)(3)	General Operating Support	25,000.00
Mus/c Institute of Chicago 517 Green Bay Road, Wilmette, IL 60091	501(c)(3)	General Operating Support	25,000.00
NARAL Pro-Choice America Foundation 1156 15th Street NW, Washington, DC 20005	501(c)(3)	General Operating Support	10,000.00
National September 11 Memorial & Museum at the World Trade Center Fdn., Inc. One Liberty Plaza, 20th Floor, New York, NY 10006	501(c)(3)	General Operating Support	1,000.00
New York Historical Society 170 Central Park W, New York, NY 10024	501(c)(3)	General Operating Support	50,000.00

THE PRITZKER FOUNDATION

FEIN: 36-6058062

Statement Attached to and Made Part of 2011 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2011 to December 31, 2011

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Northwestern Memorial Foundation 251 E Huron, 541 N Fairbanks, Chicago, IL 60611	501(c)(3)	General Operating Support	2,500.00
Old Town School of Folk Music 4544 North Lincoln Avenue, Chicago, IL 60625	501(c)(3)	General Operating Support	250,000.00
Phoenix House 164 West 74th Street, New York, NY 10023	501(c)(3)	General Operating Support	25,000.00
Renaissance Society at the University of Chicago 5811 S Ellis Ave, Chicago, IL 60637	501(c)(3)	General Operating Support	25,000.00
Shedd Aquarium Society 1200 South Lake Shore Drive, Chicago, IL 60605	501(c)(3)	General Operating Support	100,000.00
Sportus College of Judaica 618 S Michigan Ave., Chicago, IL 60605	501(c)(3)	General Operating Support	200,000.00
Stanford University 326 Galvez St., Stanford, CA 94305	501(c)(3)	General Operating Support	1,000,000.00
Trustees for Harvard University 1033 Massachusetts Ave Ste 3, Cambridge, MA 02138	501(c)(3)	General Operating Support	75,000.00
Trustees of Princeton University 701 Carnegie Ctr., Princeton, NJ 08540	501(c)(3)	General Operating Support	75,000.00
Trustees of the University of Pennsylvania 3451 Walnut Street, Philadelphia, PA 19104	501(c)(3)	General Operating Support	25,000.00
University of Chicago 5801 South Ellis Ave, Chicago, IL 60637	501(c)(3)	General Operating Support	3,525,000.00
University of Chicago - Laboratory Schools 5801 South Ellis Ave, Chicago, IL 60637	501(c)(3)	General Operating Support	300,000.00
Urban Gateways 200 W Jackson Blvd Ste 300, Chicago, IL 60606	501(c)(3)	General Operating Support	250,000.00
Total			<u>\$ 9,428,500.00</u>

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	PRITZKER FOUNDATION	<input checked="" type="checkbox"/> 36-6058062
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	71 SOUTH WACKER DRIVE, NO. 4700	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHICAGO, IL 60606	

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

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

PRITZKER FAMILY OFFICE, L.L.C.

- The books are in the care of ► **71 SOUTH WACKER DRIVE, SUITE 4700 - CHICAGO, IL 60606**
Telephone No. ► **(312) 803-4546** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► ☐ . If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	720,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	460,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	260,000.*

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)



**Payment made via
EFTPS**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	PRITZKER FOUNDATION	<input checked="" type="checkbox"/> 36-6058062
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	71 SOUTH WACKER DRIVE, NO. 4700	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHICAGO, IL 60606	

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

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

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

PRITZKER FAMILY OFFICE, L.L.C.

- The books are in the care of ☒ 71 SOUTH WACKER DRIVE, SUITE 4700 - CHICAGO, IL 60606
Telephone No. ☒ (312) 803-4546 FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.
- 5 For calendar year 2011, or other tax year beginning , and ending .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
7. State in detail why you need the extension
TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	720,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	720,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ Gerald Wray Title ☒ VICE PRESIDENT Date ☒ 8-14-12