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Form **990-PF**

# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

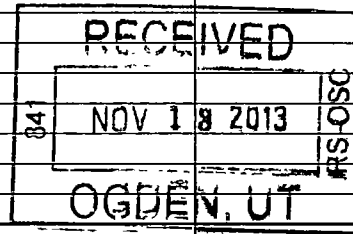
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation <b>THE SATTER FOUNDATION</b>		A Employer identification number <b>13-3936468</b>						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) ( ) -						
<b>500 NORTH MICHIGAN AVENUE</b>								
City or town, state, and ZIP code <b>CHICAGO, IL 60611</b>		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<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 <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) <b>\$ 66,661,331.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B	15.	15.		
3 Interest on savings and temporary cash investments	278,641.	278,641.		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)	3,580,093.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	4,525,209.			
7 Capital gain net income (from Part IV, line 2)		3,580,093.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) <b>ATCH 1</b>	1,015,450.	931,125.		
12 Total. Add lines 1 through 11	4,874,199.	4,789,874.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	969.	485.		485.
b Accounting fees (attach schedule)	27,378.	13,689.		13,689.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) <b>ATCH 2</b>	187,462.	24,462.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	9,485.			9,485.
22 Printing and publications				
23 Other expenses (attach schedule) <b>ATCH 3</b>	485,265.	484,849.		416.
24 Total operating and administrative expenses. Add lines 13 through 23	710,559.	523,485.		24,075.
25 Contributions, gifts, grants paid	5,085,740.			5,085,740.
26 Total expenses and disbursements. Add lines 24 and 25	5,796,299.	523,485.	0	5,109,815.
27 Subtract line 26 from line 12	-922,100.			
a Excess of revenue over expenses and disbursements		4,266,389.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .	22,374,367.	14,513,681.	14,513,681.	
	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 . . . . .	4,601,611.	7,220,434.	21,156,263.	
	c	Investments - corporate bonds (attach schedule) . . . . .				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans . . . . .				
13		Investments - other (attach schedule) ATCH 5 . . . . .	27,853,676.	32,173,439.	30,991,387.	
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) . . . . .	54,829,654.	53,907,554.	66,661,331.	
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 . . . . .	54,829,654.	53,907,554.		
	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) . . . . .	54,829,654.	53,907,554.		
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	54,829,654.	53,907,554.		

## 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	54,829,654.
2	Enter amount from Part I, line 27a . . . . .	2	-922,100.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	53,907,554.
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	53,907,554.

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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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	3,580,093.	
<b>3</b> 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			<b>3</b>	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))
2011	4,215,585.	69,102,433.	0.061005
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
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.239632
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0.047926
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 66,446,010.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 3,184,491.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 42,664.
<b>7</b> Add lines 5 and 6			<b>7</b> 3,227,155.
<b>8</b> 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			<b>8</b> 5,109,815.

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

1 a 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)		1	42,664.
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 . . . . .			
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	42,664.
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	42,664.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	64,627.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	30,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	94,627.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	51,963.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 51,963. Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 the 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
4 a 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	
8 a 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 2012 or the taxable year beginning in 2012 (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

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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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> TOPEL FORMAN, L.L.C. Telephone no <input type="checkbox"/> 312-642-0006			
Located at <input type="checkbox"/> 500 N. MICHIGAN AVE STE 1700 CHICAGO IL ZIP+4 <input type="checkbox"/> 60611				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .	15		<input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

**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)? . . . . .	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 2012? . . . . .	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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) . . . . .	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 <input type="checkbox"/>		
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 2012 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 2012) . . . . .	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 2012? . . . . .	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)? (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
ATCH 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)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	20,103,068.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	17,826,553.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	29,528,257.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	67,457,878.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	67,457,878.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	1,011,868.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	66,446,010.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	3,322,301.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,322,301.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	42,664.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	42,664.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	3,279,637.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	3,279,637.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	3,279,637.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	5,109,815.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	5,109,815.
<b>5</b>	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)	<b>5</b>	42,664.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	5,067,151.

**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 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				3,279,637.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .			476,646.	
<b>b</b> Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . .				
<b>b</b> From 2008 . . . . .				
<b>c</b> From 2009 . . . . .				
<b>d</b> From 2010 . . . . .				
<b>e</b> From 2011 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>5,109,815.</u>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .			476,646.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2012 distributable amount . . . . .				3,279,637.
<b>e</b> Remaining amount distributed out of corpus . . . . .	1,353,532.			
<b>5</b> Excess distributions carryover applied to 2012 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	1,353,532.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	1,353,532.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008 . . . . .				
<b>b</b> Excess from 2009 . . . . .				
<b>c</b> Excess from 2010 . . . . .				
<b>d</b> Excess from 2011 . . . . .				
<b>e</b> Excess from 2012 . . . . .	1,353,532.			



**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)				
<b>a</b> <i>Paid during the year</i>  ATCH 7				
<b>Total</b> .....			▶ <b>3a</b>	5,085,740.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....			▶ <b>3b</b>	

**Enter gross amounts unless otherwise indicated**

(See worksheet in line 13 instructions to verify calculations )

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
▼	

[illegible]



**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)	
1,607,703.		1,204,384 SHS ICBC PROPERTY TYPE: SECURITIES 385,581.				P	04/28/2006 1,222,122.	04/18/2012
2,593,501.		1,677,111 SHS ICBC PROPERTY TYPE: SECURITIES 805,251.				P	04/28/2006 1,788,250.	07/16/2012
173,899.		337,361 SHS ICBC PROPERTY TYPE: SECURITIES 151,882.				P	12/15/2010 22,017.	07/16/2012
2,304.		5,377 SHS VITAL THERAPIES PROPERTY TYPE: OTHER 500,000.				P	06/01/2011 -497,696.	04/01/2012
126,990.		TPG AXON PARTNERS (OFFSHORE), LP PROPERTY TYPE: OTHER 109,472.				P	VARIOUS 17,518.	VARIOUS
		VALUE PARTNERS ASIA FUND LLC PROPERTY TYPE: OTHER				P	VARIOUS -9,290.	VARIOUS
		VALUE PARTNERS ASIA FUND LLC PROPERTY TYPE: OTHER				P	VARIOUS 207,668.	VARIOUS
		BIOTECHNOLOGY VALUE FUND LP PROPERTY TYPE: OTHER				P	VARIOUS 1,020.	VARIOUS
20,812.		BIOTECHNOLOGY VALUE FUND LP PROPERTY TYPE: OTHER				P	VARIOUS 20,812.	VARIOUS
		GREAT POINT PARTNERS LP PROPERTY TYPE: OTHER				P	VARIOUS 59,859.	VARIOUS
		Ireo FUND II LTD PROPERTY TYPE: OTHER				P	VARIOUS -15,503.	VARIOUS
		GS LOAN PTRS I EMPLOYEE FUND PROPERTY TYPE: OTHER				P	VARIOUS 5,697.	VARIOUS

**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)	
		GS LOAN PTRS I EMPLOYEE FUND PROPERTY TYPE: OTHER				P	VARIOUS 28,729.	VARIOUS
		GS EMPLOYEE FUND 2000 OFFSHORE (CORPORAT PROPERTY TYPE: OTHER				P	VARIOUS 40.	VARIOUS
		GS EMPLOYEE FUND 2000 OFFSHORE (CORPORAT PROPERTY TYPE: OTHER				P	VARIOUS 119,283.	VARIOUS
		GS MEZZ PTRS PIA EMPLOYEE FUND OFFSHORE PROPERTY TYPE: OTHER				P	VARIOUS 52,912.	VARIOUS
		GS CAPITAL PARTNERS V PCP FUND OFFSHORE, PROPERTY TYPE: OTHER				P	VARIOUS 441,428.	VARIOUS
		GS MEZZ PTRS 2006 PCP FUND OFFSHORE, LTD PROPERTY TYPE: OTHER				P	VARIOUS 32,922.	VARIOUS
		GS CAPITAL PARTNERS VI PIA-PMD QP FUND O PROPERTY TYPE: OTHER				P	VARIOUS 74,785.	VARIOUS
		GS MEZZ PTRS V PIA PMD QP FUND OFFSHORE, PROPERTY TYPE: OTHER				P	VARIOUS 7,520.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>3,580,093.</u>	



ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT INCOME FROM PARTNERSHIPS	1,015,450.	1,034,293.
LESS: AMOUNTS REPORTED ON FORM 990-T		-103,168.
TOTALS	<u>1,015,450.</u>	<u>931,125.</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	150,000.	
ILLINOIS TAXES PAID	13,000.	
FOREIGN TAXES PAID	24,462.	24,462.
TOTALS	<u>187,462.</u>	<u>24,462.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
BANK FEES	832.	416.	
MANAGEMENT FEES	484,433.	484,433.	416.
TOTALS	<u>485,265.</u>	<u>484,849.</u>	<u>416.</u>

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
APPLE INC		1,013,788.	931,303.
HEARTWARE LIMITED	4,219,239.	4,219,239.	18,049,250.
I & C BANK OF CHINA	382,372.		
LAS VEGAS SANDS CORP		987,870.	1,246,320.
PHILIP MORRIS INTERNATIONAL		999,537.	929,390.
TOTALS	<u>4,601,611.</u>	<u>7,220,434.</u>	<u>21,156,263.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 5

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GS EMPLOYEE FUND 2000 OFFSHORE	170,549.	180,722.	205,160.
GS MEZZ PTRS III PIA FUND OS	512,659.	387,948.	235,314.
GS CAPITAL PTRS V PCP FUND	1,461,695.	1,159,403.	1,428,000.
GS LOAN PTRS I EMPLOYEE FUND	794,178.	847,356.	774,200.
GS MEZZANINE PTRS 2006 FUND	3,268,471.	3,190,074.	1,511,550.
GS CAPITAL PTRS VI PIA FUND	2,524,863.	2,180,202.	1,940,754.
GS MEZZANINE PTRS V PIA FUND	2,402,132.	3,034,008.	1,972,400.
GS CAPITAL PTRS V-IA LP (ICBC)	951,737.	831.	
GS MBD 2011 OFFSHORE LP	297,721.	900,552.	898,400.
AERPIO THERAPEUTICS INC	159,745.	388,439.	388,439.
AMERICAN WELL (IOLTA)	1,001,250.	1,001,250.	1,001,250.
AKEBIA THERAPEUTICS INC	729,215.	766,553.	766,553.
BIOMEDICAL OFFSHORE VALUE FUND	621,239.	621,239.	1,452,085.
BIOTECHNOLOGY VALUE FUND LP	787,297.	812,308.	812,308.
CEVIAN CAPITAL II LTD EURO A	944,200.	944,200.	1,168,162.
GREAT POINT PARTNERS I LP	1,134,098.	1,198,202.	1,198,202.
HERMITAGE GLBL CL A (SER 4&7)	1,000,000.	1,000,000.	749,220.
IREF FUND II, LTD	2,738,810.	2,826,761.	2,826,761.
OXFORD NANOPORE TECHNOLOGIES	1,021,977.	2,235,860.	2,235,860.
PANGAEA PROPERTIES INC	500,000.	1,327,500.	1,327,500.
REDMILE CAPITAL OS CL A SUB 7	939,722.	862,017.	1,033,840.
REDMILE CAPITAL OS CL C SUB 3K	6,880.	6,880.	7,514.
REDMILE CAPITAL OS CL C SUB 3L	54,158.	54,158.	113,602.
REDMILE CAPITAL OS CL C SUB 3M		19,635.	22,760.
REDMILE CAPITAL OS CL C SUB 3N		2,740.	3,176.
REDMILE CAPITAL OS CL C SUB 3O		30,579.	36,130.
REDMILE CAPITAL OS CL C SUB 3Q		7,960.	9,169.
REDMILE CAPITAL OS CL C SUB 3R		10,567.	12,721.
REDMILE CAPITAL OS CL C SUB 3S		685.	865.
REDMILE CAPITAL OS CL C SUB 3T		5,510.	6,958.
REDMILE CAPITAL OS CL C SUB 3U		4.	4.
REDWOOD OFFSHORE FUND (B)	497,560.	497,560.	1,070,984.
TOKAI PHARMACEUTICALS	575,575.	890,228.	890,228.

ATTACHMENT 5 (CONT'D)FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TPG-AXON PTRS OFFSHORE LTD	174,986.	65,514.	131,476.
TSF LINQ3 BLOCKER		850,000.	850,000.
TSF RESTORSEA BLOCKER		474,990.	474,990.
VALUE PARTNERS ASIA FUND LLC	776,843.	891,314.	891,314.
VERDE REALTY LP	1,306,116.	1,306,116.	1,349,964.
VITAL THERAPIES INC	500,000.	1,193,574.	1,193,574.
TOTALS	<u>27,853,676.</u>	<u>32,173,439.</u>	<u>30,991,387.</u>

THE SATTER FOUNDATION

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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

THE SATTER FOUNDATION

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

ATTACHMENT 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
BEREA COLLEGE	NONE CHARITY		GENERAL	10,000
BEYOND SPORTS FOUNDATION	NONE CHARITY		GENERAL	5,000
BRONX SUCCESS ACADEMY	NONE CHARITY		GENERAL	50,000
CAMP SUNSHINE	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		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CDI	NONE CHARITY		GENERAL	5,000
CHI PSI EDUCATIONAL TRUST	NONE CHARITY		GENERAL	1,000
CHICAGO BOTANIC GARDEN	NONE CHARITY		GENERAL	5,000
CHICAGO COUNCIL ON GLOBAL AFFAIRS	NONE CHARITY		GENERAL	25,000
CHICAGO LAKESHORE MEDICAL GLOBAL HEALTH	NONE CHARITY		GENERAL	25,000
CHICAGO SYMPHONY ORCHESTRA	NONE CHARITY		GENERAL	25,000

THE SATTER FOUNDATION

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FORM 990DP 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			
CHILD MIND INSTITUTE	NONE CHARITY		GENERAL	25,000
CHILDREN'S MEMORIAL HOSPITAL	NONE CHARITY		CHARITY	25,000
COUNCIL ON FOREIGN RELATIONS	NONE CHARITY		GENERAL	50,000
FAIR VIEW FOUNDATION	NONE CHARITY		GENERAL	1,000
FAMILY FOCUS	NONE CHARITY		GENERAL	1,000
FAMILY SERVICE OF WINNETKA	NONE CHARITY		GENERAL	5,000

THE SATTER FOUNDATION

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FIDELITY CHARITABLE GIFT FUND	NONE		GENERAL	515,000
GIRLS INCORPORATED	NONE	CHARITY	GENERAL	35,000
GREATER CHICAGO FOOD DEPOSITORY	NONE	CHARITY	GENERAL	25,000
HARVARD BUSINESS SCHOOL	NONE	CHARITY	GENERAL	100,000
HARVARD LAW SCHOOL	NONE	CHARITY	GENERAL	60,000
HEIFER INTERNATIONAL	NONE	CHARITY	GENERAL	15,000.

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FORM 990-E, 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		
HERITAGE FOUNDATION	NONE	CHARITY	GENERAL	25,000
ILLINOIS POLICY INSTITUTE	NONE	CHARITY	GENERAL	25,000
INVEST FOR KIDS	NONE	CHARITY	GENERAL	5,000
JOFFREY BALLET	NONE	CHARITY	GENERAL	100,000.
KIPP ASCEND CHARTER SCHOOL	NONE	CHARITY	GENERAL	25,000
LYRIC OPERA OF CHICAGO	NONE	CHARITY	GENERAL	5,000

THE SATTER FOUNDATION

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAYO FOUNDATION	NONE	GENERAL	GENERAL	100,000
MUSTIQUE CHARITABLE TRUST	NONE	GENERAL	GENERAL	10,000
NAVY SEAL WARRIOR FUND	NONE	GENERAL	GENERAL	25,000
NORTHWESTERN UNIVERSITY	NONE	GENERAL	GENERAL	400,000
NY NEEDS YOU	NONE	GENERAL	GENERAL	10,000
ONE ACRE FUND	NONE	GENERAL	GENERAL	30,000

FORM 990BF, 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
PLANNED PARENTHOOD	NONE CHARITY	GENERAL	4,000
PMC JIMMY FUND	NONE CHARITY	GENERAL	1,000
RESTORING THE ART, INC.	NONE CHARITY	GENERAL	17,000
ROBIN HOOD FOUNDATION	NONE CHARITY	GENERAL	100,000.
RONALD KNOX MONTESORRI SCHOOL	NONE CHARITY	GENERAL	30,000
ROOM TO READ	NONE CHARITY	GENERAL	450,000

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SALVATION ARMY	NONE CHARITY	GENERAL	25,000.
SEA CHANGE CAPITAL	NONE CHARITY	GENERAL	100,000
SETON ACADEMY	NONE CHARITY	GENERAL	15,000
ST JOHN BREBEUF CHURCH	NONE CHARITY	GENERAL	5,000
THE CONSERVATION FUND	NONE CHARITY	GENERAL	5,000
THE NATURE CONSERVANCY	NONE CHARITY	GENERAL	225,000

THE SATTER FOUNDATION

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FORM 990PF, PART XIV -- 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			
UNITED WAY	NONE CHARITY	GENERAL	GENERAL	25,000
WILDLIFE CONSERVATION SOCIETY	NONE CHARITY	GENERAL	GENERAL	50,000
WINNETKA COMMUNITY HOUSE	NONE CHARITY	GENERAL	GENERAL	1,000
WINNETKA HISTORICAL SOCIETY	NONE CHARITY	GENERAL	GENERAL	1,000
WINNETKA PUBLIC SCHOOLS FOUNDATION	NONE CHARITY	GENERAL	GENERAL	5,000
WITNESS	NONE CHARITY	GENERAL	GENERAL	10,000



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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AAROOOO RESCUE	NONE		GENERAL	1,000
	CHARITY			
ACADEMY FOR URBAN SCHOOL LEADERSHIP	NONE		GENERAL	200,000
	CHARITY			
AMERICAN JEWISH COMMITTEE	NONE		GENERAL	5,000
	CHARITY			
BOYS & GIRLS CLUB OF CHICAGO	NONE		GENERAL	10,000
	CHARITY			
BOYSCOUTS OF AMERICA	NONE		GENERAL	18,240
	CHARITY			
BSF	NONE		GENERAL	60,000
	CHARITY			

FORM 990E, PART XV -- GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 2 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CHILDREN'S HOSPITAL TRUST	NONE	CHARITY	GENERAL	5,000
CHIMBOTE FOUNDATION	NONE	CHARITY	GENERAL	5,000
EDIFY	NONE	CHARITY	GENERAL	25,000
ETZION FOUNDATION	NONE	CHARITY	GENERAL	5,000
FRIEDMAN BRAIN INSTITUTE	NONE	CHARITY	GENERAL	200,000
JUMP START	NONE	CHARITY	GENERAL	10,000

THE SATTER FOUNDATION

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JUNIOR ACHIEVEMENT	NONE	CHARITY	GENERAL	5,000
MICHAEL J FOX FOUNDATION	NONE	CHARITY	GENERAL	5,000
MIDWEST PALLIATIVE HOSPICE CARE CENTER	NONE	CHARITY	GENERAL	1,000
NEW ENGLAND DISABLED SPORTS	NONE	CHARITY	GENERAL	5,000
NEW SCHOOLS FOR CHICAGO	NONE	CHARITY	GENERAL	250,000
NEW VENTURE FUND	NONE	CHARITY	GENERAL	500,000

FORM 990PF, 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		
NSUHS FOUNDATION	NONE	CHARITY	GENERAL	125,000
OPPORTUNITY INTERNATIONAL	NONE	CHARITY	GENERAL	200,000
PAN MASS CHALLENGE	NONE	CHARITY	GENERAL	500
PERSPECTIVES CHARTER SCHOOLS	NONE	CHARITY	GENERAL	25,000
POSSE FOUNDATION	NONE	CHARITY	GENERAL	5,000
RIDE TO DEFEAT ALS	NONE	CHARITY	GENERAL	1,000

THE SATTER FOUNDATION

13-3936468

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAMESOURCE	NONE		GENERAL	25,000
	CHARITY			
TAMPA BAY HOST COMMITTEE	NONE		GENERAL	100,000
	CHARITY			
TEACH FOR AMERICA	NONE		GENERAL	25,000
	CHARITY			
THE ALAN LOCKE INITIATIVE	NONE		GENERAL	100,000
	CHARITY			
UNIVERSITY OF CHICAGO	NONE		GENERAL	125,000
	CHARITY			
WIND CREST SCHOLAR'S FUND	NONE		GENERAL	5,000
	CHARITY			

THE SATTER FOUNDATION

13-3936468

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

ATTACHMENT 7 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

WORLD BUSINESS CHICAGO

NONE  
CHARITY

GENERAL

100,000

TOTAL CONTRIBUTIONS PAID

5,085,740