Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2012
Open to Public Inspection

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

Name of foundation MB FINANCIAL CHARITABLE FOUNDATION		A Employer identification number 20-3216854
Number and street (or P O box number if mail is not delivered to street address) 6111 NORTH RIVER ROAD	Room/suite 1100	B Telephone number (see instructions) 888-422-6562
City or town, state, and ZIP code ROSEMONT, IL 60018		C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,793,348

J Accounting method ☒ Cash ☐ Accrual
☐ 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 ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc received (attach schedule)		STMT 1		
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	56	56	56	
	4 Dividends and interest from securities	66,393	66,990	66,990	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(57,378)			
	b Gross sales price for all assets on line 6a 885,751				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	9,071	67,046	67,046	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,000	2,000	2,000	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 2	22,545	15,038	15,038	7,500
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,545	17,038	17,038	7,500
	25 Contributions, gifts, grants paid STMT 3	619,814			619,814
	26 **Total expenses and disbursements** Add lines 24 and 25	644,359	17,038	17,038	627,314
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	(635,288)			
	b **Net investment income** (if negative, enter -0-)		50,008		
	c **Adjusted net income** (if negative, enter -0-)			50,008	

Rec in Batching/ Scanning Ordering NOV 26 2013

SCANNED NOV 27 2013

RECEIVED SEP 26 2013 OGDEN, UT

JSA **For Paperwork Reduction Act Notice, see instructions.**
2E1410 1 000

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	92,918	13,649	13,649
	2	Savings and temporary cash investments	232,361	135,621	135,621
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	0	0	
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶	0	0	
	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 ▶	0	0	
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 4	1,283,480	926,063	910,365
	b	Investments - corporate stock (attach schedule) STMT 5	722,959	708,825	733,713
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	0	0	
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	0	0	
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,331,718	1,784,158	1,793,348
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,331,718	1,784,158	
	30	**Total net assets or fund balances** (see instructions)	2,331,718	1,784,158	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,331,718	1,784,158	

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	2,331,718
2	Enter amount from Part I, line 27a	2	(635,288)
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	87,728
4	Add lines 1, 2, and 3	4	1,784,158
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	1,784,158

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	SHORT-TERM CAPITAL GAINS AND LOSSES	P	VARIOUS	VARIOUS
b	LONG-TERM CAPITAL GAINS AND LOSSES	P	VARIOUS	VARIOUS
c	LONG-TERM CAPITAL GAIN DIVIDENDS	P	VARIOUS	VARIOUS
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	128,802		129,531	(729)
b	756,948		817,017	(60,069)
c	2,861		0	2,861
d				0
e				0

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			0	(729)
b			0	(60,069)
c			0	2,861
d			0	0
e			0	0

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 (57,937)

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . 3 (729)

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	554,282	2,562,763	0.2163
2010	441,038	2,954,899	0.1493
2009	651,633	3,151,296	0.2068
2008	784,913	3,682,940	0.2131
2007	400,005	3,668,679	0.1090

2	Total of line 1, column (d)	2	0.8945
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.1789
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,040,506
5	Multiply line 4 by line 3	5	365,047
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	500
7	Add lines 5 and 6	7	365,547
8	Enter qualifying distributions from Part XII, line 4	8	627,314

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 ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b			1	500
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	500
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	500
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	699		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,699
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,199
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 2,199 **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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		
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) ▶ ILLINOIS			
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 2012 or the taxable year beginning in 2012 (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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ WWW.MBFINANCIAL.COM

14 The books are in care of ▶PATRICIA BASAN Telephone no ▶ 888-422-6562

Located at ▶6111 N RIVER RD, ROSEMONT, IL ZIP+4 ▶60018

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 ▶ ☐			
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? ☐ Yes ☒ 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)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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

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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** | | X

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? **7b**

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
SUE LEPORE 6111 N RIVER RD, ROSEMONT, IL	PRESIDENT 4 HOURS	0	0	0
VICKY ARROYO 6111 N RIVER RD, ROSEMONT, IL	VICE PRES 4 HOURS	0	0	0
PATRICIA BASAN 6111 N RIVER RD, ROSEMONT, IL	TREASURER 4 HOURS	0	0	0
LESLY FLORES 6111 N RIVER RD, ROSEMONT, IL	SECRETARY 4 HOURS	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

Total number of other employees paid over $50,000 . . . . ▶ NONE

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
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 HOUSING AND ECONOMIC DEVELOPMENT: PROJECTS TO REHABILITATE OR CONSTRUCT AFFORDABLE HOUSING. COMMUNITY BASED EFFORTS TO STINULATE BUSINESS ACTIVITY AND GROWTH.	
2 EDUCATION: COMMUNITY PROGRAMS THAT ENHANCE THE FINANCIAL SECURITY OF HOUSEHOLDS. SMALL BUSINESS ENTREPRENEURSHIP SKILL DEVELOPMENT. SELECT PROGRAMS THAT BENEFIT LOW TO MODERATE INCOME HOUSEHOLDS.	
3 HEALTH AND HUMAN SERVICES: PROGRAMS AND ORGANIZATIONS FOCUSING ON CHILDREN AND FAMILIES AT RISK, MEDICAL AND MENTAL HEALTH TREATMENT, AND RESEARCH ORGANIZATIONS.	
4 CIVIC AND COMMUNITY: CIVIC ORGANIZATIONS CONCERNED WITH NEIGHBORHOOD DEVELOPMENT, PRESERVATION AND LOCAL SOCIAL ISSUES.	

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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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	1,834,305
b	Average of monthly cash balances		1b	237,275
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,071,580
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	2,071,580
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)		4	31,074
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,040,506
6	**Minimum investment return.** Enter 5% of line 5		6	102,025

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	102,025
2a	Tax on investment income for 2012 from Part VI, line 5	2a	500		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	500
3	Distributable amount before adjustments Subtract line 2c from line 1			3	101,525
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	101,525
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	101,525

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	627,314
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	627,314
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	627,314

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
1	Distributable amount for 2012 from Part XI, line 7					101,525
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years 20_____,20_____,20_____					
3	Excess distributions carryover, if any, to 2012					
a	From 2007	216,571				
b	From 2008	600,766				
c	From 2009	496,238				
d	From 2010	294,617				
e	From 2011	428,121				
f	**Total** of lines 3a through e		2,036,313			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 627,314					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2012 distributable amount					101,525
e	Remaining amount distributed out of corpus		525,789			
5	Excess distributions carryover applied to 2012 *(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		2,562,102			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount - see instructions			0		
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		216,571			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		2,345,531			
10	Analysis of line 9					
a	Excess from 2008	600,766				
b	Excess from 2009	496,238				
c	Excess from 2010	294,617				
d	Excess from 2011	428,121				
e	Excess from 2012	525,789				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	50,008	70,286	74,639	108,532	303,465
b 85% of line 2a	42,507	59,743	63,443	92,252	257,945
c Qualifying distributions from Part XII, line 4 for each year listed .	627,314	554,282	441,038	651,633	2,274,267
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	627,314	554,282	441,038	651,633	2,274,267
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets . . .					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .	68,017	85,425	98,497	122,765	374,704
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income .					0

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

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

SUE LEPORE, 6111 N RIVER RD, ROSEMONT, IL 60018

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

DESIGNED TO SERVE THE GREATER CHICAGOLAND AREA

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*				
STATEMENT 6				619,814
Total . . . . ▶ 3a				619,814
b *Approved for future payment*				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14-	56	
4 Dividends and interest from securities			14-	66,393	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14-	(57,378)	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		9,071	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 9,071

(See worksheet in line 13 instructions to verify calculations)

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

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)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

▶ | 08/15/2013 | ▶ TAX DIRECTOR

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- 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

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: MB FINANCIAL CHARITABLE FOUNDATION

Employer identification number (EIN) or: X 20-3216854

Number, street, and room or suite no If a P O box, see instructions: 6111 NORTH RIVER ROAD, SUITE 1100

Social security number (SSN):

City, town or post office, state, and ZIP code For a foreign address, see instructions: ROSEMONT, IL 60018

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	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

- The books are in the care of ▶ PATRICIA BASAN

Telephone No ▶ 888-422-6562 FAX No ▶ 847-653-0086

- 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, 20 13, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ ☒ calendar year 2012 or

▶ ☐ tax year beginning ________, 20___, and ending ________, 20___

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	$ 2,699
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	$ 699
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	$ 2,000

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

Statement 1

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE1 CONTRIBUTIONS RECEIVED

Date	Name	Amount
		0 00
Total Donation Income		0.00

Statement 2

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE 23 OTHER EXPENSES

Pt I-Op/Adm Exps

Administration fees	7,500
Bank Trust Fees	15,038
Other	7
Total Other Expenses	**22,545**

Statement 3

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE 25
CONTRIBUTIONS, GIFTS AND GRANTS PAID

ORGANIZATIONS	AMOUNT
18th Street Development Corporation	500.00
A Safe Haven Foundation	2,000.00
Accion - Chicago	10,000 00
Adler School Of Professional Psychology	10,000 00
American Brain Tumor Association	1,500 00
American Cancer Society	2,921.00
American Red Cross	2,000.00
Aspire Of Illinois	3,000.00
Avenues To Independence Foundation	5,000.00
Bailey Boy A D E Foundation	500.00
Ballet Chicago	1,000.00
Bethany Methodist Corporation	3,000 00
Bickerdike Redevelopment Corporation	3,000.00
Boys Hope Girls Hope Of Illinois	10,000.00
Cabrini Connections	1,100 00
Calumet City Resources Inc	500 00
Calumet Council - Boy Scouts Of America	100.00
Casa Central	1,500.00
Cathedral Shelter Of Chicago	1,500 00
Catholic Charities	1,000.00
Center On Halsetd	5,000.00
Centers For New Horizons	2,000.00
Centro De Salud Esperanza	2,500.00
Chade Foundation	500.00
Chicago Commons	2,500.00
Chicago Community Loan Fund	2,000.00
Chicago Family Health Center	22,500 00
Chicago House And Social Service Agency	5,000 00
Chicago Rehab Network	2,000 00
Chicago Youth Programs	2,000.00
Chicagoland Jewish High School	10,000.00
Child Link Inc.	2,000.00
Circle Urban Ministries	2,000.00
Circle Y Ranch	640.00
Citizen Schools	2,400.00
Claretian Associates Inc.	500 00
College Of Dupage Foundation	250 00
Community Housing Advocacy & Development	5,000 00
Community Investment Corporation	5,000 00
Community Nurse Health Association	1,000.00
Congregation Of St Joseph	500.00
Cristo Rey Work-Study Program	33,400 00
Daniel Murphy Scholarship Fund	3,500 00
Dank Haus German American Cultural Center	750.00

Statement 3

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE 25
CONTRIBUTIONS, GIFTS AND GRANTS PAID

ORGANIZATIONS	AMOUNT
Dominican University	25,000 00
Donors Forum	1,128.00
Dupage Home Ownership Center	1,000.00
Each One Teach One Literacy	500.00
East Village Youth Program	500.00
Easter Seals Metropolitan Chicago	2,000.00
Edgealliance	2,000.00
Elim Christian Services	100 00
Elmhurst Children'S Assistance	1,650 00
Emergency Fund	12,500.00
Erie Neighborhood House	3,000 00
Family Focus	10,000 00
Friends Of Jones	500.00
Gads Hill Center	5,000.00
Gallistel Language Academy	500 00
Glenwood School For Boys And Girls	500.00
Greater Chicago Food Depository	2,000.00
Greene Elementary School	500.00
Habitat For Humanity, South Affiliate	500 00
Hellenic American Academy Foundation	1,000 00
Historic Chicago Bungalow Association	2,500 00
Housing Opportunities & Maintenance For	2,000 00
Hurricane Sandy New Jersey Relief Fund Inc	2,000.00
Illinois Currency Exchange Charitable Foundation	25,000.00
Illinois Holocaust Museum	10,000.00
Illinois Manufacturing Foundation	500 00
Industrial Council Of Nearwest Chicago	3,000.00
Institute For Truth In Accounting Inc	15,000 00
Interfaith Community Partners	500.00
Jane Addams Resource Corporation	500 00
Jewish United Fund	10,000 00
Jewish Vocational Service	2,500.00
Jones Foundation	1,000 00
Joseph Corporation Of Il	1,000 00
Juvenile Welfare Association	100.00
Korean American Community Services	500.00
Korean American Scholarship Foundation	1,000.00
Lazarus House	1,000 00
Leukemia Research Foundation Inc.	2,000.00
Lifeline Humanitarian Organization	1,000.00
Lincolnwood Jewish Congregation	1,000.00
Link Unlimited	4,000.00
Little Sisters Of The Poor	500.00
Local Initiatives Support Corporation	15,000.00

Statement 3

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE 25
CONTRIBUTIONS, GIFTS AND GRANTS PAID

ORGANIZATIONS	AMOUNT
Logan Square Neighborhood Association	3,400.00
Lurie Children'S Hospital	10,000.00
Maine Niles Assoc. Of Special Recreation	1,000.00
Manor College	10,000.00
Mercy Home For Boys And Girls	3,000 00
Mercy Housing Lakefront	1,000.00
Merit School Of Music	2,000.00
Metropolitan Family Services	500 00
Metropolitan Planning Council	15,000 00
Moraine Valley Community College	3,000 00
Morton Grove Foundation	1,000.00
Mustang Band Boosters Of	1,725.00
Namaste Charter School	20,000.00
National Multiple Sclerosis Society	900.00
Near North Montessori School	9,000 00
Neighborhood Boys And Girls Club	2,500.00
Neighborhood Housing Services Of Chicago	50,500 00
Network For Teaching Entrepreneurship	2,000.00
North River Commission	1,000 00
Northfield Township Food Pantry	500 00
Northwestern University Settlement Assoc	2,500 00
Norwood Seniors Network	1,500.00
Notre Dame College Prep	250 00
Oak Leyden Developmental Services	1,500 00
Oak Park-River Forest Infant Welfare Society	1,500.00
Off The Street Club	2,000.00
Omni Youth Services	2,000 00
One For The Kids	800 00
Our Lady Of Guadalupe Church	200.00
Prairie State College	1,600 00
Pregnancy Aid-South Suburbs Inc.	500.00
Pro Arts Studio	300.00
Rebuilding Together North Suburban Chgo	2,000.00
Rehabilitation Institute Of Chicago	2,500.00
Rest Haven Christian Services	10,000.00
Rev Robert E Mclaughlin Faith Foundation	500 00
Ride Janie Ride Foundation	500 00
Riverwoods Christian Center	1,000 00
Rml Specialty Hospital	500 00
Robert Crown Center	3,000.00
Rogers Park Business Alliance	2,500.00
Sacred Heart School	250.00
Saint Patrick High School	10,000.00
Salute Inc	2,000.00

Statement 3

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART 1, LINE 25
CONTRIBUTIONS, GIFTS AND GRANTS PAID

ORGANIZATIONS	AMOUNT
Seguin Services Inc.	7,500 00
Seton Academy	2,000 00
Shelter Inc.	250 00
Solid Rock Carpenters	1,000.00
South Chicago Parents And Friends Inc.	1,250.00
South Shore Hospital	6,500 00
South Suburban College Foundation	1,000.00
Southwest Community Services Inc	1,000.00
Special Olympics Illinois	1,000.00
Spectrios Institute For Low Vision	1,000 00
Spirito	500.00
St. Patricks Residence	1,000.00
St Pius V Parish	250 00
Suburban Access	150.00
Sun Times Judge Marovitz	500 00
Temple Beth-El	250 00
The Cara Program	5,000 00
The Delta Institute	2,500 00
The Leed Council Inc	500 00
The Resurrection Project	5,000 00
Thornton District 205 Academic	700.00
Thornton Township	500 00
Thresholds	12,500 00
Township High School District 214	2,000.00
United Neighborhood Organization	20,000.00
United Way Of Metropolitan Chicago	5,000.00
Upwardly Global	200.00
Uruk Human Services	500.00
Vmp Foundation	4,500.00
Watered Garden	300.00
Young Life	2,000 00
Youthbuild Lake County	1,500.00
TOTAL	619,814.00

Statement 4

MB Financial Charitable Foundation 20-3216854

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART II, LINE 10a,
US AND STATE GOVERNMENT OBLIGATIONS

Name of Investment	Rate	Maturity	Book Value	Fair Market Value
Government Agencies				
Federal Farm Credit Bank	5.2	7/22/2014	131,165	129,205
Federal Home Ln Mtg Note	0.088	10/28/2013	119,004	120,685
Federal Home Ln Bank	2.6	3/6/2013	102,231	100,430
Federal Home Ln Mtg Note	3	7/28/2014	106,130	104,220
Federal Natl Mtg Assn Note	2.875	12/11/2013	125,369	123,076
Federal Natl Mtg Assn Note	3	9/16/2014	106,110	104,746
FHLB 5.375% D 6/14/13	5.375	6/14/2013	125,004	122,829
FHLMC Note	5	1/30/2014	111,050	105,175
Subtotal			926,063	910,365
Total US and State Government Obligations			926,063	910,365

Statement 5

MB Financial Charitable Foundation

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART II, LINE 10b, Investments - Corporate Stock

Shares/Par Value	Investment Category	Cost Basis($)	Market Value($)
Mutual Fund - Fixed Income			
10,588 57	Federated Ultra Short Bond Fd#108	97,521	97,627
4,224 49	Goldman Sachs Emerging Markets Debt Instl	54,100	57,960
5,963 64	Goldman Sachs Local Emerging Markets Debt Cl	56,880	58,802
7,579 43	T Rowe Price International Bond #76	75,406	76,552
16,483 59	T Rowe Price High Yield Fund #57	112,155	115,055
1,537 29	Vanguard Inflat Protect-admiral	39,667	43,874
		435,729	449,870
Mutual Fund - Equity			
590.98	American Beacon Lg Cap Value Inst	11,707	12,789
30 49	Baron Small Cap Fund Institutional Class	608	807
77 09	DFA Emerging Markets Value Fund	1,808	2,300
452 61	DFA International Value Fund #45	6,023	7,513
698 66	Fidelity Advisor New Insights	14,274	16,083
200.56	JP Morgan Mid Cap Value Fund I #758	4,751	5,614
174 15	Lazard Emerging Markets Equity Fund (638)	2,025	3,403
231 16	Royce Total Return Fund-I	3,007	3,132
230 23	Scout International Fund	7,508	7,678
14.92	T Rowe Price Int'l Discovery Fund	364	688
40 12	T Rowe Price Mid-Cap Growth Fd#64	2,020	2,265
1,496 56	TCW Select Equities Fund	29,931	30,260
		84,024	92,533
Closed End - Equity - ETF			
54 00	Sector SPDR Industrial Select - ETF	2,006	2,047
92 00	Sector SPDR Trust Consumer Staples ETF	3,306	3,211
27.00	Sector SPDR Trust Energy - ETF	1,956	1,928
18.00	Sector SPDR Trust Utilities - ETF	668	629
		7,936	7,814
Mutual Fund - Real Estate			
3,499 73	Invesco Global Real Estate Fund	37,972	40,842
		37,972	40,842
Mutual Fund - Commodities			
9,908 06	Goldman Sachs Commodity Strategy Fund	57,764	56,971
		57,764	56,971
Mutual Fund - Hedge Funds			
9,415 67	Goldman Sachs Absolute Ret Trk - 1	85,400	85,683
		85,400	85,683
	Total	708,825	733,713

Statement 6

MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART XV, LINE 3a
CONTRIBUTIONS, GIFTS AND GRANTS PAID

Name of Recipients	Foundation Status	Purpose of Grant or Contribution	Amount
18th Street Development Corporation	501(c)(3)	Community services that prima	500 00
A Safe Haven Foundation	501(c)(3)	Other non-CRA purpose	2,000.00
Accion - Chicago	501(c)(3)	Financing or economic develop	10,000.00
Adler School Of Professional Psychology	501(c)(3)	Community services that prima	10,000 00
American Brain Tumor Association	501(c)(3)	Other non-CRA purpose	1,500.00
American Cancer Society	501(c)(3)	Other non-CRA purpose	2,921 00
American Red Cross	501(c)(3)	Other non-CRA purpose	2,000.00
Aspire Of Illinois	501(c)(3)	Charity/golf	3,000.00
Avenues To Independence Foundation	501(c)(3)	Community services that prima	5,000.00
Bailey Boy A D E Foundation	501(c)(3)	Community services that prima	500.00
Ballet Chicago	501(c)(3)	Community services that prima	1,000.00
Bethany Methodist Corporation	501(c)(3)	Community services that prima	3,000.00
Bickerdike Redevelopment Corporation	501(c)(3)	Affordable housing that primar	3,000 00
Boys Hope Girls Hope Of Illinois	501(c)(3)	Community services that prima	10,000.00
Cabrini Connections	501(c)(3)	Community services that prima	1,100.00
Calumet City Resources Inc	501(c)(3)	Community services that prima	500 00
Calumet Council - Boy Scouts Of America	501(c)(3)	General operating support	100.00
Casa Central	501(c)(3)	Community services that prima	1,500 00
Cathedral Shelter Of Chicago	501(c)(3)	Community services that prima	1,500 00
Catholic Charities	501(c)(3)	Other non-CRA purpose	1,000 00
Center On Halsetd	501(c)(3)	Other non-CRA purpose	5,000.00
Centers For New Horizons	501(c)(3)	Community services that prima	2,000 00
Centro De Salud Esperanza	501(c)(3)	Community services that prima	2,500.00
Chade Foundation	501(c)(3)	Community services that prima	500.00
Chicago Commons	501(c)(3)	Community services that prima	2,500.00
Chicago Community Loan Fund	501(c)(3)	Affordable housing that primar	2,000 00
Chicago Family Health Center	501(c)(3)	Community services that prima	22,500.00
Chicago House And Social Service Agency	501(c)(3)	Fundraising event	5,000.00
Chicago Rehab Network	501(c)(3)	Affordable housing that primar	2,000.00
Chicago Youth Programs	501(c)(3)	Community services that prima	2,000 00
Chicagoland Jewish High School	501(c)(3)	General operating support	10,000 00
Child Link Inc.	501(c)(3)	Community services that prima	2,000 00
Circle Urban Ministries	501(c)(3)	Community services that prima	2,000 00
Circle Y Ranch	501(c)(3)	Other non-CRA purpose	640.00
Citizen Schools	501(c)(3)	Community services that prima	2,400 00
Claretian Associates Inc.	501(c)(3)	Affordable housing that primar	500.00
College Of Dupage Foundation	501(c)(3)	Community services that prima	250 00
Community Housing Advocacy & Development	501(c)(3)	Affordable housing that primar	5,000 00
Community Investment Corporation	501(c)(3)	Affordable housing that primar	5,000 00
Community Nurse Health Association	501(c)(3)	Community services that prima	1,000 00
Congregation Of St Joseph	501(c)(3)	Community services that prima	500.00
Cristo Rey Work-Study Program	501(c)(3)	Community services that prima	33,400 00
Daniel Murphy Scholarship Fund	501(c)(3)	Community services that prima	3,500 00
Dank Haus German American Cultural Center	501(c)(3)	Other non-CRA purpose	750.00
Dominican University	501(c)(3)	Community services that prima	25,000 00

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MB Financial Charitable Foundation **20-3216854**

FORM 990-PF RETURN OF PRIVATE FOUNDATION, PART XV, LINE 3a
CONTRIBUTIONS, GIFTS AND GRANTS PAID

Name of Recipients	Foundation Status	Purpose of Grant or Contribution	Amount
Donors Forum	501(c)(3)	Other non-CRA purpose	1,128.00
Dupage Home Ownership Center	501(c)(3)	Affordable housing that primar	1,000.00
Each One Teach One Literacy	501(c)(3)	Community services that prima	500.00
East Village Youth Program	501(c)(3)	Community services that prima	500.00
Easter Seals Metropolitan Chicago	501(c)(3)	Other non-CRA purpose	2,000 00
Edgealliance	501(c)(3)	Affordable housing that primar	2,000 00
Elim Christian Services	501(c)(3)	Other non-CRA purpose	100.00
Elmhurst Children'S Assistance	501(c)(3)	Community services that prima	1,650.00
Emergency Fund	501(c)(3)	Community services that prima	7,500.00
	501(c)(3)	Fundraising event	5,000.00
Erie Neighborhood House	501(c)(3)	Community services that prima	3,000 00
Family Focus	501(c)(3)	Dinner/gala	10,000.00
Friends Of Jones	501(c)(3)	Community services that prima	500.00
Gads Hill Center	501(c)(3)	Community services that prima	5,000 00
Gallistel Language Academy	501(c)(3)	Community services that prima	500 00
Glenwood School For Boys And Girls	501(c)(3)	Fundraising event	500 00
Greater Chicago Food Depository	501(c)(3)	Other non-CRA purpose	2,000.00
Greene Elementary School	501(c)(3)	Other	500 00
Habitat For Humanity, South Affiliate	501(c)(3)	Affordable housing that primar	500.00
Hellenic American Academy Foundation	501(c)(3)	Other non-CRA purpose	1,000 00
Historic Chicago Bungalow Association	501(c)(3)	Community services that prima	2,500 00
Housing Opportunities & Maintenance For	501(c)(3)	Affordable housing that primar	2,000.00
Hurricane Sandy New Jersey Relief Fund Inc.	501(c)(3)	Other non-CRA purpose	2,000.00
Illinois Currency Exchange Charitable Foundation	501(c)(3)	Community services that prima	25,000 00
Illinois Holocaust Museum	501(c)(3)	Other non-CRA purpose	10,000.00
Illinois Manufacturing Foundation	501(c)(3)	Other non-CRA purpose	500 00
Industrial Council Of Nearwest Chicago	501(c)(3)	Financing or economic develop	3,000 00
Institute For Truth In Accounting Inc	501(c)(3)	Other non-CRA purpose	15,000 00
Interfaith Community Partners	501(c)(3)	Fundraising event	500.00
Jane Addams Resource Corporation	501(c)(3)	Community services that prima	500.00
Jewish United Fund	501(c)(3)	Other non-CRA purpose	10,000 00
Jewish Vocational Service	501(c)(3)	Community services that prima	2,500 00
Jones Foundation	501(c)(3)	Community services that prima	1,000.00
Joseph Corporation Of Il	501(c)(3)	Affordable housing that primar	1,000.00
Juvenile Welfare Association	501(c)(3)	Community services that prima	100 00
Korean American Community Services	501(c)(3)	Community services that prima	500 00
Korean American Scholarship Foundation	501(c)(3)	Other	1,000 00
Lazarus House	501(c)(3)	Community services that prima	1,000 00
Leukemia Research Foundation Inc	501(c)(3)	Other non-CRA purpose	2,000.00
Lifeline Humanitarian Organization	501(c)(3)	Other non-CRA purpose	1,000 00
Lincolnwood Jewish Congregation	501(c)(3)	Other non-CRA purpose	1,000.00
Link Unlimited	501(c)(3)	Community services that prima	4,000 00
Little Sisters Of The Poor	501(c)(3)	Charity/golf	500.00
Local Initiatives Support Corporation	501(c)(3)	Supporting revitalization effort	15,000 00
Logan Square Neighborhood Association	501(c)(3)	Community services that prima	3,400.00

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MB Financial Charitable Foundation 20-3216854

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Lurie Children'S Hospital	501(c)(3)	Other non-CRA purpose	10,000 00
Maine Niles Assoc. Of Special Recreation	501(c)(3)	Other non-CRA purpose	1,000 00
Manor College	501(c)(3)	Community services that prima	10,000.00
Mercy Home For Boys And Girls	501(c)(3)	Community services that prima	3,000.00
Mercy Housing Lakefront	501(c)(3)	Affordable housing that primar	1,000.00
Merit School Of Music	501(c)(3)	Community services that prima	2,000.00
Metropolitan Family Services	501(c)(3)	Community services that prima	500 00
Metropolitan Planning Council	501(c)(3)	Affordable housing that primar	15,000 00
Moraine Valley Community College	501(c)(3)	Community services that prima	3,000 00
Morton Grove Foundation	501(c)(3)	Community services that prima	1,000.00
Mustang Band Boosters Of	501(c)(3)	Other non-CRA purpose	1,725.00
Namaste Charter School	501(c)(3)	Community services that prima	20,000 00
National Multiple Sclerosis Society	501(c)(3)	Other non-CRA purpose	900 00
Near North Montessori School	501(c)(3)	Other non-CRA purpose	9,000 00
Neighborhood Boys And Girls Club	501(c)(3)	Other non-CRA purpose	2,500.00
Neighborhood Housing Services Of Chicago	501(c)(3)	Affordable housing that primar	50,500.00
Network For Teaching Entrepreneurship	501(c)(3)	Community services that prima	2,000 00
North River Commission	501(c)(3)	Affordable housing that primar	1,000 00
Northfield Township Food Pantry	501(c)(3)	Community services that prima	500.00
Northwestern University Settlement Assoc	501(c)(3)	Community services that prima	2,500.00
Norwood Seniors Network	501(c)(3)	Community services that prima	1,500 00
Notre Dame College Prep	501(c)(3)	Other non-CRA purpose	250 00
Oak Leyden Developmental Services	501(c)(3)	Community services that prima	1,500.00
Oak Park-River Forest Infant Welfare Society	501(c)(3)	Community services that prima	1,500.00
Off The Street Club	501(c)(3)	Community services that prima	2,000.00
Omni Youth Services	501(c)(3)	Community services that prima	2,000.00
One For The Kids	501(c)(3)	Other non-CRA purpose	800.00
Our Lady Of Guadalupe Church	501(c)(3)	Other non-CRA purpose	200.00
Prairie State College	501(c)(3)	Community services that prima	1,250.00
	501(c)(3)	Fundraising event	350.00
Pregnancy Aid-South Suburbs Inc.	501(c)(3)	Other	500.00
Pro Arts Studio	501(c)(3)	Community services that prima	300.00
Rebuilding Together North Suburban Chgo	501(c)(3)	Community services that prima	2,000.00
Rehabilitation Institute Of Chicago	501(c)(3)	Other non-CRA purpose	2,500 00
Rest Haven Christian Services	501(c)(3)	Affordable housing that primar	10,000 00
Rev Robert E Mclaughlin Faith Foundation	501(c)(3)	Charity/golf	500.00
Ride Janie Ride Foundation	501(c)(3)	Other non-CRA purpose	500 00
Riverwoods Christian Center	501(c)(3)	Community services that prima	1,000 00
Rml Specialty Hospital	501(c)(3)	Other non-CRA purpose	500.00
Robert Crown Center	501(c)(3)	Community services that prima	2,500 00
	501(c)(3)	Fundraising event	500 00
Rogers Park Business Alliance	501(c)(3)	Financing or economic develop	2,500 00
Sacred Heart School	501(c)(3)	Community services that prima	250.00
Saint Patrick High School	501(c)(3)	Other non-CRA purpose	10,000 00
Salute Inc	501(c)(3)	Other non-CRA purpose	2,000 00

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Name of Recipients	Foundation Status	Purpose of Grant or Contribution	Amount
Seguin Services Inc.	501(c)(3)	Community services that prima	7,500 00
Seton Academy	501(c)(3)	Other non-CRA purpose	2,000.00
Shelter Inc.	501(c)(3)	Community services that prima	250 00
Solid Rock Carpenters	501(c)(3)	Other non-CRA purpose	1,000.00
South Chicago Parents And Friends Inc	501(c)(3)	Charity/golf	500 00
	501(c)(3)	Community services that prima	750.00
South Shore Hospital	501(c)(3)	Community services that prima	6,500.00
South Suburban College Foundation	501(c)(3)	Dinner/Gala/Fundraising	1,000.00
Southwest Community Services Inc	501(c)(3)	Community services that prima	1,000 00
Special Olympics Illinois	501(c)(3)	Other non-CRA purpose	1,000.00
Spectrios Institute For Low Vision	501(c)(3)	Community services that prima	1,000 00
Spirito	501(c)(3)	Community services that prima	500.00
St Patricks Residence	501(c)(3)	Community services that prima	1,000.00
St Pius V Parish	501(c)(3)	Community services that prima	250.00
Suburban Access	501(c)(3)	Community services that prima	150 00
Sun Times Judge Marovitz	501(c)(3)	Fundraising event	500.00
Temple Beth-El	501(c)(3)	Other non-CRA purpose	250 00
The Cara Program	501(c)(3)	Community services that prima	5,000 00
The Delta Institute	501(c)(3)	Community services that prima	2,500 00
The Leed Council Inc	501(c)(3)	Community services that prima	500.00
The Resurrection Project	501(c)(3)	Affordable housing that primar	5,000 00
Thornton District 205 Academic	501(c)(3)	Other non-CRA purpose	700 00
Thornton Township	501(c)(3)	Other non-CRA purpose	500 00
Thresholds	501(c)(3)	Community services that prima	7,500 00
	501(c)(3)	Fundraising event	5,000 00
Township High School District 214	501(c)(3)	Community services that prima	2,000 00
United Neighborhood Organization	501(c)(3)	Community services that prima	20,000 00
United Way Of Metropolitan Chicago	501(c)(3)	Other	5,000 00
Upwardly Global	501(c)(3)	Dinner/gala	200 00
Uruk Human Services	501(c)(3)	Community services that prima	500 00
Vmp Foundation	501(c)(3)	Community services that prima	4,500 00
Watered Garden	501(c)(3)	Other non-CRA purpose	300 00
Young Life	501(c)(3)	Community services that prima	2,000.00
Youthbuild Lake County	501(c)(3)	Community services that prima	1,500 00
			619,814.00