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

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

OMB No 1545-0052

2012

Can be public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>THE PRITZKER PUCKER FAMILY FOUNDATION</b>		A Employer identification number <b>30-0036022</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>71 SOUTH WACKER DRIVE</b>		Room/suite <b>4700</b>
City or town, state, and ZIP code <b>CHICAGO, IL 60606</b>		B Telephone number <b>(312) 577-2600</b>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 63,981,882.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		16,192,710.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		187,062.	185,815.		STATEMENT 1
4 Dividends and interest from securities		1,156,838.	1,156,838.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,235,237.			
b Gross sales price for all assets on line 6a <b>12,515,738.</b>					
7 Capital gain net income (from Part IV, line 2)			3,235,237.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<38,275.>	973.		STATEMENT 3
12 Total. Add lines 1 through 11		20,733,572.	4,578,863.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		67,002.	0.		67,002.
b Accounting fees STMT 5		8,000.	0.		8,000.
c Other professional fees STMT 6		38,860.	23,925.		14,935.
17 Interest		26,993.	26,993.		0.
18 Taxes STMT 7		30,606.	20,596.		10.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		38.	0.		38.
22 Printing and publications					
23 Other expenses STMT 8		473,376.	471,785.		71.
24 Total operating and administrative expenses. Add lines 13 through 23		644,875.	543,299.		90,056.
25 Contributions, gifts, grants paid		2,415,800.			2,415,800.
26 Total expenses and disbursements. Add lines 24 and 25		3,060,675.	543,299.		2,505,856.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		17,672,897.			
b Net investment income (if negative, enter -0-)			4,035,564.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing		45,818.	228,385.	228,385.	
	2 Savings and temporary cash investments		1,517,004.	1,966,370.	1,966,370.	
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock					
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other	STMT 9	35,532,190.	50,376,416.	59,160,389.	
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶ STATEMENT 10)		430,000.	2,626,738.	2,626,738.	
	16 Total assets (to be completed by all filers)		37,525,012.	55,197,909.	63,981,882.	
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	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"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds		0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds		37,525,012.	55,197,909.		
30 Total net assets or fund balances		37,525,012.	55,197,909.			
31 Total liabilities and net assets/fund balances		37,525,012.	55,197,909.			

## 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	37,525,012.
2 Enter amount from Part I, line 27a	2	17,672,897.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	55,197,909.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	55,197,909.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 12,515,738.		11,530,119.	3,235,237.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			3,235,237.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,235,237.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	2,208,799.	43,431,729.	.050857
2010	2,272,743.	42,398,100.	.053605
2009	2,463,646.	39,647,708.	.062138
2008	2,366,105.	50,351,363.	.046992
2007	2,455,546.	53,820,903.	.045624

2 Total of line 1, column (d)	2	.259216
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	.051843
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	51,616,269.
5 Multiply line 4 by line 3	5	2,675,942.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,356.
7 Add lines 5 and 6	7	2,716,298.
8 Enter qualifying distributions from Part XII, line 4	8	2,505,856.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	80,711.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	80,711.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	80,711.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	34,042.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	135,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	169,042.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	88,331.
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>IL, CA</u>		
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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>DIVERSIFIED FINANCIAL MGMT CORP.</u> Telephone no. ► <u>(312) 577-2600</u> Located at ► <u>71 SOUTH WACKER DRIVE, SUITE 4700, CHICAGO, IL</u> ZIP+4 ► <u>60606</u>			
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 ► <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> <input type="checkbox"/>	1b	
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 ► _____, _____, _____		
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.) <u>N/A</u>	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. ► _____, _____, _____		
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) <u>N/A</u>	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)?

☐ 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)?

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ 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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

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

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

0

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**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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

0

**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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	73,171.
c	Fair market value of all other assets	1c	52,329,133.
d	Total (add lines 1a, b, and c)	1d	52,402,304.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	52,402,304.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	786,035.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,616,269.
6	Minimum investment return. Enter 5% of line 5	6	2,580,813.

**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	2,580,813.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	80,711.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	80,711.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,500,102.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,500,102.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,500,102.

**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	2,505,856.
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	2,505,856.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,505,856.

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

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,500,102.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,632,993.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 2,505,856.				
a Applied to 2011, but not more than line 2a			1,632,993.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				872,863.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,627,239.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9)	<b>N/A</b>
-----------------	--	------------

N/A

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

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)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities.

each year listed

**b 85% of line 2a**

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e Qualifying distributions made directly for active conduct of exempt activities.**

**Subtract line 2d from line 2c**

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:  
(1) Value of all assets

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

[illegible]

**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:**

N/A

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

N/A

c. Any submission deadlines:

N/A

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

N/A

**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
<b>a Paid during the year</b>				
SEE ATTACHED				2,415,800.
<b>Total</b>			<b>3a</b>	2,415,800.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.

Form 990-PF (2012)



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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, this return is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date \_\_\_\_\_

Title

VICE PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr )?

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

CHARLES J. BARRON

Firm's name	▶ DIVERSIFIED FINANCIAL MGMT CORP.
-------------	------------------------------------

Firm's EIN ► 36-2997599

Firm's address ► 71 S. WACKER DRIVE, SUITE 4700  
CHICAGO, IL 60606

Phone no. (312) 577-2600

Form **990-PF** (2012)

**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	PRITZKER FAMILY FOUNDATION - ST		VARIOUS	VARIOUS
b	MFP PARTNERS - ST		VARIOUS	VARIOUS
c	MEDA ACCESS FEEDER FUND - ST		VARIOUS	VARIOUS
d	INDUS JAPAN LONG ONLY FUND - ST		VARIOUS	VARIOUS
e	NEWPORT ASIA INSTITUTIONAL FUND - ST		VARIOUS	VARIOUS
f	PRITZKER FAMILY FOUNDATION - LT		VARIOUS	VARIOUS
g	MFP PARTNERS - LT		VARIOUS	VARIOUS
h	MEDA ACCESS FEEDER FUND - LT		VARIOUS	VARIOUS
i	INDUS JAPAN LONG ONLY FUND - LT		VARIOUS	VARIOUS
j	NEWPORT ASIA INSTITUTIONAL FUND - LT		VARIOUS	VARIOUS
k	PRITZKER FAMILY FOUNDATION - SEC 1256 GAIN/(LOSS)		VARIOUS	VARIOUS
l	INDUS JAPAN LONG ONLY FUND - SEC 1256 GAIN/(LOSS)		VARIOUS	VARIOUS
m	PRITZKER FAMILY FOUNDATION - SEC 1231 GAIN/(LOSS)		VARIOUS	VARIOUS
n	MFP PARTNERS - SEC 1231 GAIN/(LOSS)		VARIOUS	VARIOUS
o	NAVIGATOR PARTNERS FUND LP - ST		VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			93,309.
b			<4,175.>
c			<3,880.>
d			10,650.
e			<1,664.>
f			1,962,180.
g			39,855.
h			<20,188.>
i			60,975.
j			23,250.
k			1,195.
l			63,105.
m			7,776.
n			<144.>
o			<18.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			93,309.
b			<4,175.>
c			<3,880.>
d			10,650.
e			<1,664.>
f			1,962,180.
g			39,855.
h			<20,188.>
i			60,975.
j			23,250.
k			1,195.
l			63,105.
m			7,776.
n			<144.>
o			<18.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

3

**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	NAVIGATOR PARTNERS FUND LP - SEC 1256 GAIN/(LOSS)		VARIOUS	VARIOUS
b	PIMCO LOW DURATION BOND FUND - ST	P	VARIOUS	VARIOUS
c	DOUBLELINE TOTAL RETURN BOND FUND - ST	P	VARIOUS	VARIOUS
d	HILDENE CLO EQUITY & TARP - ST		VARIOUS	VARIOUS
e	INDUS ASIA PACIFIC FUND LTD - LT	P	VARIOUS	VARIOUS
f	TEMPLETON GLOBAL BOND FUND - LT	P	VARIOUS	VARIOUS
g	U.S. BANK - ST	P	VARIOUS	VARIOUS
h	U.S. BANK - LT	P	VARIOUS	VARIOUS
i	VIKING GLOBAL EQUITIES, LP - LT	P	VARIOUS	VARIOUS
j	PIMCO LOW DURATION BOND FUND - LT	P	VARIOUS	VARIOUS
k	THE TRADERS OFFSHORE FUND LTD - LIVING WATER - LT	P	VARIOUS	VARIOUS
l	EGERTON EU DOLLAR FUND LTD	P	VARIOUS	VARIOUS
m	THE MONTEPELIER FUND - LT	P	VARIOUS	VARIOUS
n	TIGER GLOBAL LTD - LT	P	VARIOUS	VARIOUS
o	VENOR CAPITAL OFFSHORE LTD - LT	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			<111,742.>
b	2,156,371.	2,162,552.	<6,181.>
c	5,500,000.	5,467,513.	32,486.
d			9,235.
e	2,042.	3,363.	<1,321.>
f	600,000.	620,501.	<20,501.>
g	411,453.	345,235.	66,218.
h	957,554.	866,926.	90,628.
i	186,600.	59,231.	127,369.
j	445,124.	427,114.	18,010.
k			92,801.
l	381,692.	213,647.	168,045.
m	634,061.	789,662.	<155,601.>
n	888,600.	299,885.	588,715.
o	325,000.	274,490.	50,510.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<111,742.>
b			<6,181.>
c			32,486.
d			9,235.
e			<1,321.>
f			<20,501.>
g			66,218.
h			90,628.
i			127,369.
j			18,010.
k			92,801.
l			168,045.
m			<155,601.>
n			588,715.
o			50,510.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

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

3



**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	WTC-CTF ENDURING ASSETS - ST	P	VARIOUS	VARIOUS
b	WTC-CTF ENDURING ASSETS - LT	P	VARIOUS	VARIOUS
c	EGERTON INVESTMENT PARTNERS, LP - ST	P	VARIOUS	VARIOUS
d	EGERTON INVESTMENT PARTNERS, LP - LT	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			1,867.
b			8,799.
c			13,148.
d			3,285.
e	27,241.		27,241.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,867.
b			8,799.
c			13,148.
d			3,285.
e			27,241.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	3,235,237.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
BANK OF OAK RIDGE	400.
EGERTON INVESTMENTS PARTNERS, LP	2,606.
ENERGY CAPITAL PARTNERS MEZZANINE OPP FUND LP	3,325.
INDUS JAPAN LONG ONLY FUND, LP	348.
JP MORGAN CHASE BANK	197.
MEDA ACCESS FEEDER FUND	43.
MFP PARTNERS	4,870.
NAVIGATOR PARTNERS FUND, LP	33.
NEWPORT ASIA INSTITUTIONAL	5.
PEOPLES BANCSHARES OF TN, INC.	423.
PRITZKER FAMILY FOUNDATION LLC	137,521.
PRITZKER FAMILY FOUNDATION LLC - TAX EXEMPT INTEREST	1,247.
PRITZKER FAMILY FOUNDATION LLC - US INTEREST	75.
U.S. BANK	35,869.
WELLS FARGO BANK	2.
WTC-CTF ENDURING ASSETS	98.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	187,062.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DOUBLELINE TOTAL RETURN BOND FUND	126,728.	0.	126,728.
EGERTON INVESTMENT PARTNERS, LP	8,137.	0.	8,137.
EPI-WISDOM TREE INDIA ETF	10,726.	0.	10,726.
HILDENE CLO EQUITY & TARP	41,723.	0.	41,723.
INDUS JAPAN LONG ONLY FUND, LP	19,153.	0.	19,153.
MFP PARTNERS	13,958.	0.	13,958.
NAVIGATOR PARTNERS FUND LP	1,503.	0.	1,503.
NEWPORT ASIA INSTITUTIONAL	60,502.	0.	60,502.
PIMCO FUNDS	42,062.	21,319.	20,743.
PRITZKER FAMILY FOUNDATION LLC	678,384.	0.	678,384.
TEMPLETON GLOBAL BOND FUND	40,481.	5,922.	34,559.
THE MONTPELIER FUND	123,937.	0.	123,937.
WTC-CTF ENDURING ASSETS	16,785.	0.	16,785.
TOTAL TO FM 990-PF, PART I, LN 4	1,184,079.	27,241.	1,156,838.

FORM 990-PF	OTHER INCOME		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MEDA ACCESS FEEDER FUND	<567.>	<567.>		
MFP PARTNERS	1,236.	1,236.		
NEWPORT ASIA INSTITUTIONAL	<3,070.>	<3,070.>		
PRITZKER FAMILY FOUNDATION LLC	<20,790.>	<20,790.>		
MISCELLANEOUS INCOME	399.	399.		
INDUS JAPAN LONG ONLY FUND, LP	7,055.	7,055.		
ENERGY CAPITAL PARTNERS MEZZANINE				
OPP FUND LP	35.	35.		
WTC-CTF ENDURING ASSETS	1,049.	1,049.		
EGERTON INVESTMENT PARTNERS, LP	15,626.	15,626.		
PRITZKER FAMILY FOUNDATIONS	<32,749.>	0.		
MFP PARTNERS	2,329.	0.		
ENERGY CAPITAL PARTNERS MEZZANINE				
OPP FUND	<8,828.>	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	<38,275.>	973.		

FORM 990-PF	LEGAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES - BURKE, WARREN, MACKAY & SURRITELLA	67,002.	0.		67,002.
TO FM 990-PF, PG 1, LN 16A	67,002.	0.		67,002.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - PRICEWATERHOUSECOOPERS	8,000.	0.		8,000.
TO FORM 990-PF, PG 1, LN 16B	8,000.	0.		8,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - HSBC	5,348.	5,348.		0.
PROFESSIONAL FEES - IRIS KRIEG & ASSOCIATES, INC.	14,935.	0.		14,935.
INVESTMENT ADVISORY FEES - MONTICELLO ASSOCIATES	16,000.	16,000.		0.
INVESTMENT ADVISORY FEES - ONE WILLIAM STREET	447.	447.		0.
INVESTMENT ADVISORY FEES - WTC-CTF ENDURING ASSETS	2,130.	2,130.		0.
TO FORM 990-PF, PG 1, LN 16C	38,860.	23,925.		14,935.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - NEWPORT ASIA	3,744.	3,744.		0.
STATE TAXES PAID - CALIFORNIA CF	10.	0.		10.
FEDERAL INCOME TAXES PAID	10,000.	0.		0.
FOREIGN TAXES - PFF, LLC	12,922.	12,922.		0.
FOREIGN TAXES - MFP PARTNERS	428.	428.		0.
FOREIGN TAXES - INDUS JAPAN LONG ONLY FUND	1,316.	1,316.		0.
FOREIGN TAXES - WTC-CTF ENDURING ASSETS	1,797.	1,797.		0.
FOREIGN TAXES - EGERTON INVESTMENT PARTNERS, LP	389.	389.		0.
TO FORM 990-PF, PG 1, LN 18	30,606.	20,596.		10.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS - NEWPORT ASIA	27,488.	27,488.		0.
PORTFOLIO DEDUCTIONS - MEDA ACCESS FEEDER FUND	3,119.	3,119.		0.
PORTFOLIO DEDUCTIONS - MFP PARTNERS	19,695.	19,695.		0.
PORTFOLIO DEDUCTIONS - PFF	342,886.	342,886.		0.
CHARITABLE CONTRIBUTION - PFF	80.	0.		80.
CHARITABLE CONTRIBUTION - ENERGY CAPITAL PARTNERS	1.	0.		1.
NONDEDUCTIBLE EXPENSES - PFF	1,520.	0.		0.
OTHER DEDUCTIONS - PFF	7,693.	7,693.		0.
OTHER DEDUCTIONS - NAVIGATOR PARTNERS FUND, L.P.	1,282.	1,282.		0.
BANK FEES - JP MORGAN CHASE	3,431.	3,431.		0.
OTHER DEDUCTIONS - INDUS				
JAPAN LONG ONLY FUND	10,750.	10,750.		0.
ROYALTY EXPENSE - PFF	3.	3.		0.
CHARITABLE CONTRIBUTION - MFP	<10.>	0.		<10.>
OTHER DEDUCTIONS - MFP	172.	172.		0.
MISCELLANEOUS EXPENSE	43.	43.		0.
PORTFOLIO DEDUCTIONS - ENERGY CAPITAL PARTNERS				
MEZZANINE OPP FUND LP	3,378.	3,378.		0.
SECTION 59(E)(2)				
EXPENDITURES - PFF	51,286.	51,286.		0.
PORTFOLIO DEDUCTIONS - WTC-CTF ENDURING ASSETS	559.	559.		0.
TO FORM 990-PF, PG 1, LN 23	473,376.	471,785.		71.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT

9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRITZKER FAMILY FOUNDATIONS LLC	FMV	17,918,931.	19,289,807.
NEWPORT ASIA INSTITUTIONAL FUND LP	FMV	2,466,662.	3,111,627.
NEW VERNON INDIA	FMV	116,336.	100,197.
EGERTON EU DOLLAR FUND LTD	FMV	0.	0.
MONTPELIER FUND	FMV	448,712.	365,083.

## THE PRITZKER PUCKER FAMILY FOUNDATION

30-0036022

TIGER GLOBAL LTD.	FMV	525,150.	1,556,092.
VENOR CAPITAL OFFSHORE LTD.	FMV	1,129,589.	1,419,107.
SANDSTONE CAPITAL INDIA OFFSHORE FUND LTD.	FMV	130,334.	64,094.
VIKING GLOBAL EQUITIES	FMV	317,422.	994,583.
WELLINGTON - BAY POND	FMV	1,975,000.	2,632,346.
INDUS ASIA PACIFIC FUND	FMV	0.	0.
HILDENE OPPORTUNITIES FUND	FMV	828,900.	2,341,889.
HSBC GOLD	FMV	3,947,194.	4,972,195.
MEDA ACCESS FEEDER FUND	FMV	0.	0.
MFP PARTNERS	FMV	974,132.	1,004,400.
PIMCO FUNDS	FMV	0.	0.
ASTENBECK OFFSHORE COMMODITIES	FMV	1,625,000.	1,589,057.
M SQUARE BRAZIL	FMV	1,650,000.	1,790,392.
NAVIGATOR PARTNERS FUND, L.P.	FMV	1,703,048.	1,692,511.
ONE WILLIAM STREET	FMV	1,505,795.	1,689,186.
CLAROS REAL ESTATE SECURITIES FUND I, LTD.	FMV	1,075,000.	1,290,670.
EPI - WISDOMTREE INDIA ETF	FMV	1,217,061.	1,280,066.
INDUS JAPAN LONG ONLY FUND, LP	FMV	1,410,621.	1,889,879.
NEVSKY FUND, PLC	FMV	650,000.	741,054.
TEMPLETON GLOBAL BOND FUND	FMV	480,296.	475,263.
HILDENE CLO EQUITY & TARP	FMV	1,179,874.	1,355,679.
DOUBLELINE OPPORTUNISTIC INCOME LTD	FMV	930,000.	1,077,129.
ENERGY CAPITAL PARTNERS MEZZANINE OPP FUND LP		39,859.	49,142.
EGERTON INVESTMENT PARTNERS LP	FMV	1,923,731.	2,068,800.
WATER STREET INTERNATIONAL INC	FMV	500,000.	500,000.
LONE CASCADE LP	FMV	2,145,000.	2,145,000.
DOUBLELINE TOTAL RETURN BOND FUND	FMV	1,034,214.	1,040,045.
WTC-CTF ENDURING ASSETS	FMV	624,112.	630,653.
MORGAN STANLEY & CO	FMV	4,443.	4,443.
TOTAL TO FORM 990-PF, PART II, LINE 13		50,376,416.	59,160,389.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER RECEIVABLES - HILDENE OPPORTUNITIES	130,000.	0.	0.
OTHER RECEIVABLES - TIGER GLOBAL	300,000.	888,600.	888,600.
OTHER RECEIVABLES - COLSON TRUST	0.	1,737,138.	1,737,138.
MISCELLANEOUS	0.	1,000.	1,000.
TO FORM 990-PF, PART II, LINE 15	430,000.	2,626,738.	2,626,738.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 11

## NAME OF CONTRIBUTOR

## ADDRESS

LEWIS COLLENS, AS TRUSTEE OF COLSON TRUST  
1555 ASTOR STREET, APT 6W  
CHICAGO, IL 60610

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GIGI PRITZKER PUCKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	PRESIDENT & DIRECTOR 0.20	0.	0.	0.
MICHAEL PUCKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	TREASURER & V.P. 0.20	0.	0.	0.
GLEN MILLER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 0.20	0.	0.	0.
SCOTT STEVENS 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 0.20	0.	0.	0.
NANCY WILKE 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	V.P. & SECRETARY 0.20	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**The Pritzker Pucker Family Foundation**  
**FEIN: 30-0036022**  
**Statement Attached to and Made Part of 2012 Form 990-PF**  
**Part XV, Line 3a - Grants and Contributions Paid During the Year**  
**January 01, 2012 through December 31, 2012**

<u>Recipient</u>	<u>Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AFTER SCHOOL MATTERS, INC	66 E Randolph St Chicago, IL 60601	501( c )3	General Operating Support	26,000
ALL STARS PROJECT, INC	543 W 42nd St New York, NY 10036	501( c )3	General Operating Support	115,500
AMERICAN DIABETES ASSOCIATION	1701 N Beauregard St Alexandria, VA 22311	501( c )3	General Operating Support	7,500
AMERICAN JEWISH WORLD SERVICE	45 W 36th Street New York, NY 10018	501( c )3	General Operating Support	200,000
AMERICAN RED CROSS	BNY Mellon, NA - PO Box 185 Pittsburgh, PA 15230	501( c )3	General Operating Support	3,000
ANN & ROBERT H LURIE CHILDREN'S HOSPITAL	2300 Children's Plaza Box 268 Chicago, IL 60614	501( c )3	General Operating Support	364,534
ANSHE EMET SYNAGOGUE	3751 North Broadway Street Chicago, IL 60613	501( c )3	General Operating Support	9,100
APPAREL INDUSTRY	Post Office Box 101117 Chicago, IL 60610	501( c )3	General Operating Support	1,000
BARNARD COLLEGE	3009 Broadway New York, NY 10027	501( c )3	General Operating Support	1,500
BERNARD ZELL ANSHE EMET DAY SCHOOL	3751 North Broadway Street Chicago, IL 60613	501( c )3	General Operating Support	250
BOSTON ARTS ACADEMY FOUNDATION, INC	174 Ipswich Street Boston, MA 02215	501( c )3	General Operating Support	32,833
BROADWAY CARES	165 West 46th St New York, NY 10036	501( c )3	General Operating Support	1,500
CAREER TRANSITIONS OF CHICAGO	703 West Monroe Street Chicago, IL 60661	501( c )3	General Operating Support	10,000
CHICAGO CHILDREN'S MUSEUM	700 East Grand Avenue, Suite 127 Chicago, IL 60611	501( c )3	General Operating Support	653,333
CHICAGO CHILDREN'S THEATRE	1464 North Milwaukee Ave Chicago, IL 60642	501( c )3	General Operating Support	55,000
CHICAGO HIGH SCHOOL FOR THE ARTS	521 East 35th Street Chicago, IL 60616	501( c )3	General Operating Support	20,000
COLUMBIA UNIVERSITY	615 W 131st St , 4th Floor M New York, NY 10027	501( c )3	General Operating Support	100,000
COMMONWEALTH SCHOOL	151 Commonwealth Avenue Boston, MA 02116	501( c )3	General Operating Support	75,000
DUPAGE COMMUNITY CLINIC	1506 E Roosevelt Rd Wheaton, IL 60187	501( c )3	General Operating Support	3,500
DZI FOUNDATION	PO Box 632 Ridgeway, CO 81432	501( c )3	General Operating Support	1,000
EAST HIGH SCHOOL	1600 City Park Esplanade Denver, CO 80206	501( c )3	General Operating Support	10,000
ERIKSON INSTITUTE	451 N LaSalle St Chicago, IL 60654	501( c )3	General Operating Support	1,500
FACETS MULTI-MEDIA INC	1517 West Fullerton Ave Chicago, IL 60614	501( c )3	General Operating Support	1,000
FACING HISTORY AND OURSELVES	16 Hurd Road Brookline, MA 02445-6919	501( c )3	General Operating Support	50,000
FAMILIES FIRST PARENTING PROGRAMS, INC	99 Bishop Allen Drive Cambridge, MA 02139	501( c )3	General Operating Support	2,500
FRIENDS OF THE PARKS	17 N State Street, Ste 1450 Chicago, IL 60602	501( c )3	General Operating Support	1,000
GOODMAN THEATRE	170 N Dearborn Chicago, IL 60601	501( c )3	General Operating Support	20,000
HIGH JUMP	59 W North Blvd Chicago, IL 60610	501( c )3	General Operating Support	10,000
ILLINOIS HOLOCAUST MUSEUM & EDUCATION CENTER	9603 Woods Dr Skokie, IL 60077	501( c )3	General Operating Support	5,000
ILLINOIS ACTION FOR CHILDREN	4753 N Broadway St , Ste 1200 Chicago, IL 60640	501( c )3	General Operating Support	5,000
ILLINOIS HUMANITIES COUNCIL	17 N State St Ste 1400	501( c )3	General Operating Support	2,500



<u>Recipient</u>	<u>Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
INTERFAITH YOUTH CORE	Chicago, IL 60602 910 W Van Buren	501( c )3	General Operating Support	1,500
INVEST FOR KIDS, INC.	Chicago, IL 60607 875 N Michigan Ave , Suite 3400	501( c )3	General Operating Support	2,500
JESSE WHITE TUMBLING TEAM INC	Chicago, IL 60611 1336 N Sedgwick Street	501( c )3	General Operating Support	5,000
JUVENILE DIABETES RESEARCH FOUNDATION	Chicago, IL 60610 26 Broadway 14th Floor	501( c )3	General Operating Support	2,500
KEEP A CHILD ALIVE	New York, NY 10004 45 Main Street	501( c )3	General Operating Support	5,000
KIDS IN DANGER	Brooklyn, NY 11201 116 W Illinois, Ste 5E	501( c )3	General Operating Support	5,000
LA RABIDA CHILDREN'S HOSPITAL	Chicago, IL 60654 6501 S Promontory Drne	501( c )3	General Operating Support	250
LAKEVIEW PANTRY	Chicago, IL 60649 3831 North Broadway	501( c )3	General Operating Support	500
LA'S PROMISE	Chicago, IL 60613 1035 S Grand Ave 2nd Fl	501( c )3	General Operating Support	10,000
LATIN SCHOOL OF CHICAGO	Los Angeles, CA 90015 59 W North Blvd	501( c )3	General Operating Support	12,500
LEAGUE OF CHICAGO THEATRES	Chicago, IL 60610 17 N Wabash, Ste 520	501( c )3	General Operating Support	2,500
LOOKING GLASS THEATRE COMPANY	Chicago, IL 60602 875 N Michigan Ave Suite 2200	501( c )3	General Operating Support	25,000
MAKE IT RIGHT FOUNDATION	Chicago, IL 60611 111 East Hargett Street, Suite 300	501( c )3	General Operating Support	10,000
NATIONAL PARK FOUNDATION	Raleigh, NC 27601 11 DuPont Cr, NW	501( c )3	General Operating Support	15,000
NATIONAL PSORASIS FOUNDATION INC	Washington DC, 20036 6600 SW 92nd Avenue, No 300	501( c )3	General Operating Support	1,000
NORTH LAWDALE EMPLOYMENT NETWORK	Portland, OR 97223 3726 W Flournoy Street	501( c )3	General Operating Support	40,000
NORTHLIGHT THEATRE	Chicago, IL 60624 9501 N Skokie Boulevard	501( c )3	General Operating Support	2,500
NEW YORK WOMEN IN FILM & TELEVISION	Skokie, IL 60077 6 East 39th Street, Suite 1200	501( c )3	General Operating Support	500
OUR TIME	New York, NY 10016 1720 I Street, NW 7th Fl	501( c )3	General Operating Support	50,000
PAN - MASSACHUSSETS CHALLENGE	Washington, DC 20006 450 Brookline Ave BP372	501( c )3	General Operating Support	5,000
PROJECT EXPLORATION	Boston, MA 02215 950 E 61st St	501( c )3	General Operating Support	5,000
RAVINIA FESTIVAL ASSOCIATION	Chicago, IL 60637 418 Shendan Road	501( c )3	General Operating Support	7,500
REDMOON THEATER	Highland Park, IL 60035 2120 S Jefferson St	501( c )3	General Operating Support	10,000
RUSH UNIVERSITY MEDICAL CENTER	Chicago, IL 60616 1700 West Van Buren St No 280	501( c )3	General Operating Support	2,500
SIGNATURE THEATRE	Chicago, IL 60612 4200 Campbell Ave	501( c )3	General Operating Support	2,500
SOCIETY FOR CONTEMPORARY ART	Arlington VA, 22206 111 S Michigan Ave	501( c )3	General Operating Support	2,500
SOLOMON SCHECHTER DAY SCHOOL INC	Chicago, IL 60603 125 Wells Avenue	501( c )3	General Operating Support	220,000
SOUTHWEST YOUTH COLLABORATIVE	Newton, MA 02459 6400 S Kedzie Avenue	501( c )3	General Operating Support	25,000
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL, INC	Chicago, IL 60629 262 Danny Thomas Place	501( c )3	General Operating Support	3,500
ST MARY'S ACADEMY	Memphis, TN 38105 6905 W Chef Menteur Highway	501( c )3	General Operating Support	10,000
ST MARY'S UNIVERSITY	New Orleans, LA 70126 One Camino Santa Maria	501( c )3	General Operating Support	5,000
ST SABINA CHURCH	San Antonio, TX 78228 1210 West St Sabina (78th) Pl	501( c )3	General Operating Support	5,000
STANFORD UNIVERSITY	Chicago, IL 60620 3145 Porter Drive	501( c )3	General Operating Support	5,000
SUNDANCE INSTITUTE	Palo Alto, CA 94304 PO Box 684429	501( c )3	General Operating Support	10,000
TARGET AREAS DEVELOPMENT CORPORATION	Park City, UT 84068 1542 W 79th Street	501( c )3	General Operating Support	25,000

<u>Recipient</u>	<u>Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
TEACH FOR AMERICA	Chicago, IL 60620 300 W Adams	501( c )3	General Operating Support	15,000
TECTONIC THEATER PROJECT, INC	Chicago, IL 60606 520 8th Ave	501( c )3	General Operating Support	2,500
THE BRIDGE FUND	New York, NY 10018 2018 R Street, NW	501( c )3	General Operating Support	1,500
THE CARA PROGRAM	Washington, DC 20009 237 S Desplaines	501( c )3	General Operating Support	25,000
THE RELATIONAL CENTER	Chicago, IL 60661 5486 Wilshire Blvd	501( c )3	General Operating Support	1,000
THE TIBET FUND	Los Angeles, CA 90033 241 East 32nd Street	501( c )3	General Operating Support	5,000
UNIVERSITY OF COLORADO FOUNDATION	New York, NY 10016 4740 Walnut Street	501( c )3	General Operating Support	10,000
UNIVERSITY OF ILLINOIS FOUNDATION	Boulder, CO 80301 1305 West Green Street	501( c )3	General Operating Support	50,000
UNIVERSITY KIDNEY RESEARCH ORGANIZATION	Urbana, IL 61801 2049 Century Park East	501( c )3	General Operating Support	1,000
UNIVERSITY OF WISCONSIN FOUNDATION	Los Angeles, CA 90067 1848 University Avenue	501( c )3	General Operating Support	25,000
URBAN ALLIANCE	Madison, WI 53726 29 S LaSalle	501( c )3	General Operating Support	12,500
VANAVEVHU - CHILDREN OF THE SOIL	Chicago, IL 60603 807 Davis St	501( c )3	General Operating Support	1,000
WBEZ CHICAGO PUBLIC RADIO (Chicago Public Media, Inc )	Evanston, IL 60201 848 E Grand Ave Navy Pier	501( c )3	General Operating Support	1,000
YOUNG WOMENS LEADERSHIP CHARTER SCHOOL	Chicago, IL 60611 2641 S Calumet Ave	501( c )3	General Operating Support	1,500
<b>2012 Contributions</b>	Chicago, IL 60616			<b>2,475,800</b>
<b>Less Checks Voided:</b>				
AMERICAN JEWISH WORLD SERVICE	45 W 36th Street New York, NY 10018	501( c )3	General Operating Support	(50,000)
MILLENIUM PARK INC	201 E Randolph Street Chicago, IL 60601	501( c )3	General Operating Support	(10,000)
				<b>(60,000)</b>
<b>Total 2012 Contributions</b>				<b>2,415,800</b>