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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation PRATIMA N SHAH FAMILY FOUNDATION		A Employer identification number 31-1809141			
Number and street (or P O box number if mail is not delivered to street address) 300 S WACKER DR ROOM/SUITE 200		B Telephone number (see instructions) (312) 922-6400			
C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>					
E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	150,000			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	25,117	22,776		
	4 Dividends and interest from securities.	11,143	11,143		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	32,226			
	b Gross sales price for all assets on line 6a 570,665				
	7 Capital gain net income (from Part IV, line 2)		32,226		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	218,486	66,145			
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)	1,700			
	c Other professional fees (attach schedule)				
	17 Interest	978	966		
	18 Taxes (attach schedule) (see instructions)	10,604			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,421	7,328		
	24 Total operating and administrative expenses.	20,703	8,294		0
25 Contributions, gifts, grants paid	176,656			176,656	
26 Total expenses and disbursements. Add lines 24 and 25	197,359	8,294		176,656	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	21,127				
b Net investment income (if negative, enter -0-)		57,851			
c Adjusted net income (if negative, enter -0-)					

	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	87,803	383,049	383,049	
	2 Savings and temporary cash investments	110,515	110,515	112,980	
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	867,535	527,292	592,887	
	c Investments—corporate bonds (attach schedule)	395,850	462,624	476,157	
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)					
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►					
15 Other assets (describe ►)	650				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,462,353	1,483,480	1,565,073		
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			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> 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	1,462,353	1,483,480		
30 Total net assets or fund balances (see page 17 of the instructions)	1,462,353	1,483,480			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,462,353	1,483,480			
Net Assets or Fund Balances					

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	1,462,353
2	Enter amount from Part I, line 27a	2	21,127
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,483,480
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	1,483,480

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	32,226
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				
$\left. \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$				3 8,097

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 page 18 of 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			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d).			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4
5 Multiply line 4 by line 3.			5
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7
8 Enter qualifying distributions from Part XII, line 4.			8

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	1,157
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	2
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	1,157
5	Tax based on investment income. 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	6a
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	7
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached <input checked="" type="checkbox"/>		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		
		11	11

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> <input checked="" type="checkbox"/>	10	Yes

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► PRATIMA N SHAH Located at ► 300 SOUTH WACKER DR SUITE 200 CHICAGO IL	Telephone no ► (312) 922-6400 ZIP +4 ► 60606
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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► 15
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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	No
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See 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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	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?		
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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).		
3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		No
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?		No
4b			

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>No</p>
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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)

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
NIRANJAN SHAH 	PRESIDENT 5 00	0	0	
300 S WACKER CHICAGO, IL 60606				
PRATIMA N SHAH 	TREASURER 5 00	0	0	
300 S WACKER CHICAGO, IL 60606				
SMITA SHAH 	SECRETARY 5 00	0	0	
300 S WACKER CHICAGO, IL 60606				

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

2. Compensation of five highest paid employees (other than those included on line 1 - see instructions). If none, enter "NONE".				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	
2	
3	
4	

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

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

Amount

1 N/A	
2	
All other program-related investments. See page 24 of the instructions 3	

Total. Add lines 1 through 3.

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 1,280,905
b	Average of monthly cash balances.	1b 235,426
c	Fair market value of all other assets (see instructions).	1c 325
d	Total (add lines 1a, b, and c).	1d 1,516,656
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 1,516,656
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 22,750
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 1,493,906
6	Minimum investment return. Enter 5% of line 5.	6 74,695

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 74,695
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 1,157
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 1,157
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 73,538
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 73,538
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 73,538

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 176,656
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 176,656
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.	6 176,656

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				73,538
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			73,149	
b Total for prior years 2007, 2008, 2010		99,942		
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.				
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 176,656				
a Applied to 2011, but not more than line 2a			73,149	
b Applied to undistributed income of prior years (Election required—see instructions).		99,942		
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.			3,565	
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.			69,973	
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
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.				

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

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

1 Information Regarding Foundation Managers

2. 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))
- 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

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

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

- a** The name, address, and telephone number of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	176,656
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

TY 2012 Accounting Fees Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,700			

TY 2012 Compensation Explanation

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Person Name	Explanation
NIRANJAN SHAH	
PRATIMA N SHAH	
SMITA SHAH	

TY 2012 Investments Corporate Bonds Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS BONDS	462,624	476,157

TY 2012 Investments Corporate Stock Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS STOCKS	470,850	527,903
VARIOUS MUTUAL FUNDS	56,442	64,984

TY 2012 Other Assets Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION**EIN:** 31-1809141

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
TAX DEPOSITS	650		

TY 2012 Other Expenses Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	7,421	7,328		

TY 2012 Substantial Contributors Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION

EIN: 31-1809141

Name	Address
GLOBETROTTERS GOVERNMENT SECTOR LLC	300 S WACKER DRIVE SUITE 200 CHICAGO, IL 60606

TY 2012 Taxes Schedule

Name: PRATIMA N SHAH FAMILY FOUNDATION**EIN:** 31-1809141

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEC OF STATE	125			
FEDERAL TAXES	10,479			

Year Ended December 31, 2012

31-1809141

PRATIMA N SHAH FAMILY FOUNDATION
308 S. WACKER DR SUITE 200
CHICAGO, IL 60606

Treatment of Qualifying Distributions Election

Under IRC Section 4942(h)(2) and Reg 53.4942(a)-3(d)(2), the nonoperating private foundation elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of

Undistributed income from the tax years ending.

Tax Year	Amount
2010	30,249
2008	51,878
2007	17,815

Corpus

/s/ Niranjan S. Shah
Name NIRANJAN SHAH
Title PRESIDENT

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HENDERSON EURO	P	2011-12-29	2012-02-29
AMER FUNDS WASHINGTON	P	2005-04-06	2012-02-29
WPX ENERGY INC	P	2007-06-20	2012-01-09
FIDELITY NATL INFORMATION	P	2010-10-05	2012-05-18
WESTERN UN CO	P	2009-02-17	2012-10-31
DREYFUS CORE EQUITY	P	2011-12-07	2012-02-29
DREYFUS CORE EQUITY	P	2009-11-10	2012-02-29
EXXON MOBIL	P	2010-10-01	2012-01-12
PEPSICO INC COM	P	2008-06-03	2012-05-18
CME GROUP	P	2011-05-02	2012-11-01
DWS RREEF REAL EST	P	2011-06-01	2012-02-29
CITIGROUP INC COM NEW	P	2011-11-22	2012-04-16
COMCAST	P	2007-11-30	2012-01-20
PROCTER & GAMBLE CO	P	2003-04-03	2012-05-18
ALLIANCE DATA SYSTEMS	P	2010-07-08	2012-11-19
COHEN & STER INTL	P	2011-06-30	2012-02-29
SUNTRUST BANKS INC	P	2011-11-15	2012-01-06
VALSPAR CORP	P	2011-07-20	2012-01-24
ABBOTT LABORATORIES	P	2009-09-02	2012-06-06
STRYKER CORP COM	P	2011-08-03	2012-11-19
ALLIANZ NFJ	P	2011-03-17	2012-02-29
BANK OF AMERICA CORP	P	2011-04-20	2012-12-05
WPX ENERGY INC	P	2010-07-27	2012-01-25
ACCENTURE PLC CLASS	P	2010-12-29	2012-06-07
WESTERN UN CO	P	2012-06-30	2012-11-19
AMERICAN GROWTH	P	2011-12-21	2012-02-29
CITIGROUP INC COM NEW	P	2009-08-18	2012-04-16
TIME WARNER CABLE	P	2011-12-20	2012-01-27
BLACKROCK INC	P	2010-05-06	2012-06-25
WESTERN UN CO	P	2011-06-30	2012-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AMERICAN CAPITAL	P	2011-03-21	2012-02-29
LLOYDS BANKING	P	2009-09-21	2012-09-06
CORRECTIONS CORP	P	2011-10-17	2012-02-06
PROCTER & GAMBLE CO	P	2003-04-03	2012-07-13
HEINZ H J CO COM	P	2008-12-05	2012-11-20
AMER FUNDS	P	2011-03-21	2012-02-29
GENERAL ELEC CAP CORP	P	2008-11-07	2012-02-15
CORRECTIONS CORP	P	2011-10-17	2012-02-07
VISA INC	P	2011-01-20	2012-07-16
HENDERSON EURO	P	2007-07-05	2012-02-29
FEDERAL NATL MTG	P	2007-10-15	2012-05-18
COMCAST	P	2007-11-30	2012-02-15
TJX COS INC NEW COM	P	2011-04-11	2012-08-01
DREYFUS CORE EQUITY	P	2005-04-06	2012-02-29
HARBOR INTERNATIONAL FUND	P	2011-06-30	2012-06-04
CME GROUP	P	2010-08-09	2012-03-01
TARGET CORP	P	2007-11-09	2012-08-20
DWS RREEF REAL EST	P	2005-04-06	2012-02-29
HARBOR INTERNATIONAL FUND	P	2011-06-01	2012-06-04
ACCENTURE PLC CLASS	P	2010-12-29	2012-03-12
TJX COS INC NEW COM	P	2010-12-20	2012-08-27
COHEN & STER INTL	P	2007-07-05	2012-02-29
ISHARES TR RUSSELL	P	2008-10-24	2012-06-04
MEDCO HEALTH	P	2011-08-22	2012-04-03
NORFOLK SOUTHN CORP	P	2007-06-19	2012-09-20
ALLIANZ NFJ	P	2005-04-06	2012-02-29
ABBOTT LABS NT4	P	2010-08-23	2012-11-09
EXPRESS SCRIPTS	P	2009-08-10	2012-04-04
GOOGLE INC	P	2010-12-17	2012-09-25
AMERICAN GROWTH	P	2005-04-06	2012-02-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ABBOTT LABS NT4	P	2010-08-23	2012-11-19
VISA INC	P	2011-04-19	2012-04-25
VISA INC	P	2011-01-20	2012-10-12
AMERICAN CAPITAL	P	2005-04-06	2012-02-29
ABBOTT LABS NT4	P	2010-08-23	2012-11-30
TJX COS INC NEW COM	P	2011-04-11	2012-05-08
ALLIANCE DATA SYSTEMS	P	2010-02-19	2012-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,304		1,026	278
38,378		38,239	139
7		7	
2,066		1,754	312
1,888		1,820	68
538		496	42
633			633
6,401		4,965	1,436
2,705		2,693	12
1,687		1,793	-106
196		178	18
20,487		14,773	5,714
2,066		1,645	421
2,560		1,794	766
2,086		856	1,230
271		265	6
11,854		10,999	855
2,720		2,251	469
6,650		5,701	949
1,838		1,822	16
1,206		1,088	118
46,676		55,083	-8,407
1,560		1,372	188
4,112		2,846	1,266
		767	-767
412		366	46
22,195		26,914	-4,719
2,207		1,877	330
4,190		4,493	-303
3,481		3,373	108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
646		618	28
6,812		13,396	-6,584
988		945	43
4,214		2,916	1,298
2,288		1,462	826
1,082		979	103
25,000		24,845	155
1,018		968	50
2,575		1,437	1,138
21,043		24,096	-3,053
25,000		25,060	-60
2,155		1,542	613
1,981		1,044	937
39,344		31,344	8,000
28			28
2,871		2,706	165
2,536		2,271	265
11,864		9,253	2,611
46,156		38,067	8,089
2,129		1,721	408
2,740		1,312	1,428
9,774		15,507	-5,733
21,933		14,249	7,684
2,609		1,873	736
3,629		3,091	538
38,191		39,185	-994
13,252		11,914	1,338
20			20
3,031		2,368	663
36,853		32,353	4,500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,205		1,083	122
3,026		1,903	1,123
2,088		1,059	1,029
20,031		20,205	-174
15,662		14,080	1,582
2,252		1,417	835
2,265		914	1,351

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(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))
			278
			139
			312
			68
			42
			633
			1,436
			12
			-106
			18
			5,714
			421
			766
			1,230
			6
			855
			469
			949
			16
			118
			-8,407
			188
			1,266
			-767
			46
			-4,719
			330
			-303
			108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			28
			-6,584
			43
			1,298
			826
			103
			155
			50
			1,138
			-3,053
			-60
			613
			937
			8,000
			28
			165
			265
			2,611
			8,089
			408
			1,428
			-5,733
			7,684
			736
			538
			-994
			1,338
			20
			663
			4,500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			122
			1,123
			1,029
			-174
			1,582
			835
			1,351

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AFTER SCHOOL MATTERS 78 E WASHINGTON ST CHICAGO, IL 60602		501C3	PROVIDES ACTIVITIES FOR TEENS	15,000
AFRICAN AMERICAN HALL OF FAME MUSEU 309 SOUTH DUSABLE STREET PEORIA, IL 61602		501C3	PRESERVE & PROMOTE AFR AMER ACHIEV	200
BETTER GOVERNMENT ASSOCIATION 223 W JACKSON BLVD SUITE 900 CHICAGO, IL 60606		501C3	GOVERNMENT WATCH & ADVOCATING	2,000
CHICAGO CHILDRENS ADVOCACY CENTER 1240 S DAMEN AVE CHICAGO, IL 60608		501C3	WELL-BEING OF ABUSED CHILDREN	3,000
CHARLOTTE IN 2012 400 SOUTH TRYON STREET BOX 500 CHARLOTTE, NC 28202		501C3	ASSIST CHAR W/ DEM NAT CONVENTION	100,000
FIRST CHURCH OF RELIGIOUS 800 N CLARK ST CHICAGO, IL 60610		501C3	ONGOING SUPPORT OF PARISHIONERS	10,806
FOUR CORNERS COMMUNITY CHURCH 8251 S LEMONT ROAD UNIT 100 DARIEN, IL 60561		501C3	ON GOING SUPPORT OF PARISHIONERS	1,000
GUJARAT ASSOCIATION 7639 CHURCH ST MORTON GROVE, IL 60053		501C3	PROVIDE REC, & SOCIAL ACTIVITIES	5,000
JESSE WHITE TUMBLING TEAM 1360 N SEDGWICK CHICAGO, IL 60610		501C3	YOUTH ATHLETIC & EDUCATIONAL PROGRAM	5,000
JUDSON UNIVERSITY 1151 NORTH STATE STREET ELGIN, IL 60123		501C3	FUND STUDENT SCHOLARSHIPS & PROGRAMS	5,000
METROPOLITAN PLANNING COUNCIL 140 S DEARBORN ST CHICAGO, IL 60603		501C3	PROMOTING REGIONAL GROWTH	5,000
METROPOLITAN TENANTS ORGANIZATION 2150 S CANALPORT AVE CHICAGO, IL 60608		501C3	TENANT ADVOCACY	250
MUSEUM OF SCIENCE & INDUSTRY 57TH STREET CHICAGO, IL 60637		501C3	PUBLIC EDUCATION OF SCIENCES	7,500
PAWS ASSISTING WOUNDED WARRIOR 12332 S HARLEM AVE PALOS HEIGHTS, IL 60463		501C3	PROVIDING SERVICE DOGS TO VETERANS	400
STEPPENWOLF THEATER COMPANY 1650 N HALSTED ST CHICAGO, IL 60610		501C3	SUPPORT ARTISTIC & COMMUNITY PROGRAM	7,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOHN HOWARD ASSOCIATION OF IL 375 E CHICAGO AVE SUITE 529 CHICAGO, IL 60611		501C3	PROMOTING PRISON REFORM	3,000
WILLIAM J CLINTON FOUNDATION 111 S WACKER DR SUITE 4000 CHICAGO, IL 60606		501C3	VARIOUS PHILANTHROPIC ACTIVITIES	5,000
YOUTH GUIDANCE 1 N LASALLE ST SUITE 900 CHICAGO, IL 60602		501C3	AT-RISK YOUTH SCHOOL BASED PROGRAMS	1,000
Total			► 3a	176,656