



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



*EXTENDED TO NOVEMBER 15, 2013

Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation PRITZKER FOUNDATION		A Employer identification number 36-6058062
Number and street (or P O box number if mail is not delivered to street address) 300 N. LASALLE STREET, SUITE 1500		B Telephone number (312) 803-4540
City or town, state, and ZIP code CHICAGO, IL 60654		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 384,212,520.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,559,107.	1,547,924.		STATEMENT 1
4 Dividends and interest from securities		7,780,946.	7,780,946.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		27,602,752.			
b Gross sales price for all assets on line 6a 46,285,761.					
7 Capital gain net income (from Part IV, line 2)			27,602,752.		
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		<608,173.>	<909,467.>		STATEMENT 3
12 Total. Add lines 1 through 11		36,334,632.	36,022,155.		
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		7,437.	0.		7,437.
b Accounting fees STMT 5		20,000.	0.		20,000.
c Other professional fees STMT 6		163,676.	163,676.		0.
17 Interest		160,135.	158,012.		0.
18 Taxes		1,071,217.	154,960.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		3,972,558.	3,954,484.		1,307.
24 Total operating and administrative expenses. Add lines 13 through 23		5,395,023.	4,431,132.		28,744.
25 Contributions, gifts, grants paid		8,848,000.			8,848,000.
26 Total expenses and disbursements. Add lines 24 and 25		14,243,023.	4,431,132.		8,876,744.
27 Subtract line 26 from line 12		22,091,609.			
a Excess of revenue over expenses and disbursements			31,591,023.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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	98,943.	33,838.	33,838.
	2 Savings and temporary cash investments	6,747,477.	3,495,871.	3,495,871.
	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	305,890,899.	325,297,374.	371,065,966.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	3,615,000.	9,616,845.	9,616,845.
	16 Total assets (to be completed by all filers)	316,352,319.	338,443,928.	384,212,520.
	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 ▶ STATEMENT 11)	200.	200.	
	23 Total liabilities (add lines 17 through 22)	200.	200.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	14,569,496.	14,569,496.	
	29 Retained earnings, accumulated income, endowment, or other funds	301,782,623.	323,874,232.	
30 Total net assets or fund balances	316,352,119.	338,443,728.		
31 Total liabilities and net assets/fund balances	316,352,319.	338,443,928.		

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	316,352,119.
2 Enter amount from Part I, line 27a	2	22,091,609.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	338,443,728.
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	338,443,728.

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 46,285,761.		38,121,638.	27,602,752.

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

(i) FMV 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			27,602,752.

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	27,602,752.
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	9,449,562.	360,685,697.	.026199
2010	14,934,349.	337,812,002.	.044209
2009	17,201,881.	304,589,799.	.056476
2008	24,355,260.	401,225,814.	.060702
2007	17,472,576.	443,802,984.	.039370

2 Total of line 1, column (d)	2	.226956
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	.045391
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	373,934,848.
5 Multiply line 4 by line 3	5	16,973,277.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	315,910.
7 Add lines 5 and 6	7	17,289,187.
8 Enter qualifying distributions from Part XII, line 4	8	8,876,744.

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 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	940.57 SHS DOUBLELINE OPPORTUNISTIC FUND - ST	P	VARIOUS	12/31/12
b	50350 SHS EPI WISDOM TREE TRUST INDIA - ST	P	10/13/11	07/10/12
c	147400 SHS EPI WISDOM TREE TRUST INDIA - ST	P	10/07/11	07/10/12
d	46121 SHS EGERTON EU DOLLAR FUND - LT	P	12/31/08	11/12/12
e	HILDENE CAPITAL MANAGEMENT ACCOUNT - ST	P	VARIOUS	VARIOUS
f	53.3264 SHS INDUS ASIA PACIFIC FUND - LT	P	VARIOUS	VARIOUS
g	INDUS JAPAN LONG ONLY FUND - ST	P	VARIOUS	VARIOUS
h	INDUS JAPAN LONG ONLY FUND - LT	P	VARIOUS	VARIOUS
i	INDUS JAPAN LONG ONLY FUND - ST 1256	P	VARIOUS	VARIOUS
j	INDUS JAPAN LONG ONLY FUND - LT 1256	P	VARIOUS	VARIOUS
k	ONE WILLIAM STREET - ST	P	VARIOUS	VARIOUS
l	ONE WILLIAM STREET - LT	P	VARIOUS	VARIOUS
m	MFP - ST	P	VARIOUS	VARIOUS
n	MFP - LT	P	VARIOUS	VARIOUS
o	MFP - 1231	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 1,500,000.		1,299,844.	200,156.
b 860,865.		965,325.	<104,460.>
c 2,520,189.		2,723,009.	<202,820.>
d 3,521,336.		522,804.	2,998,532.
e			24,433.
f 49,033.		82,661.	<33,628.>
g			<73,820.>
h			351,702.
i			120,679.
j			181,019.
k 2,120,873.		1,779,548.	341,325.
l 4,935,797.		4,468,646.	467,151.
m			<18,964.>
n			182,939.
o			<656.>

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

(i) FMV 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			200,156.
b			<104,460.>
c			<202,820.>
d			2,998,532.
e			24,433.
f			<33,628.>
g			<73,820.>
h			351,702.
i			120,679.
j			181,019.
k			341,325.
l			467,151.
m			<18,964.>
n			182,939.
o			<656.>

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	MEDA ACCESS FEEDER FUND - ST	P	VARIOUS	VARIOUS
b	MEDA ACCESS FEEDER FUND - LT	P	VARIOUS	VARIOUS
c	LOSS ON DISPOSITION OF MEDA ACCESS FEEDER FUND -	P	VARIOUS	VARIOUS
d	LOSS ON DISPOSITION OF TONTINE TOTAL RETURN - LT	P	08/01/09	10/05/25
e	NEWPORT ASIA - ST	P	VARIOUS	VARIOUS
f	NEWPORT ASIA - LT	P	VARIOUS	VARIOUS
g	376652.90 SHS MONTPELIER FUND - LT	P	VARIOUS	VARIOUS
h	148 SHS RAYTHEON CO. - LT	P	06/15/11	09/14/12
i	SANDSTONE CAPITAL OFFSHORE - LT	P	VARIOUS	05/21/12
j	394836.75 SHS TEMPLETON GLOBAL BOND FUND - LT	P	VARIOUS	VARIOUS
k	TEMPLETON GLOBAL BOND FUND - LT CAP GAIN DISTRIBUTU	P	VARIOUS	12/19/12
l	TEMPLETON GLOBAL BOND FUND - ST CAP GAIN DISTRIBUTU	P	VARIOUS	12/19/12
m	TRADER'S OFFSHORE FUND - LT	P	VARIOUS	02/29/12
n	12932.58 SHS TIGER GLOBAL, LP - LT	P	VARIOUS	12/31/12
o	4273.58 SHS 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			<30,102.>
b			<118,938.>
c	3,155,303.	3,192,988.	<37,685.>
d	624,655.	1,557,600.	<932,945.>
e			<10,639.>
f			234,228.
g	3,751,492.	5,320,642.	<1,569,150.>
h	8,553.	5,550.	3,003.
i	310,390.		310,390.
j	5,200,000.	5,377,677.	<177,677.>
k	63,046.		63,046.
l	631.		631.
m	683,671.		683,671.
n	8,085,600.	2,728,733.	5,356,867.
o	5,200,000.	5,185,531.	14,469.

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

(i) FMV 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			<30,102.>
b			<118,938.>
c			<37,685.>
d			<932,945.>
e			<10,639.>
f			234,228.
g			<1,569,150.>
h			3,003.
i			310,390.
j			<177,677.>
k			63,046.
l			631.
m			683,671.
n			5,356,867.
o			14,469.

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

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

2

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	1175.744 SHS VIKING GLOBAL EQUITIES - LT	P	VARIOUS	VARIOUS
b	115518.61 SHS PIMCO LOW DURATION - ST	P	VARIOUS	02/17/12
c	PIMCO LOW DURATION - LT	P	VARIOUS	02/17/12
d	PRITZKER FAMILY FOUNDATION, LLC - ST	P	VARIOUS	VARIOUS
e	PRITZKER FAMILY FOUNDATION, LLC - LT	P	VARIOUS	VARIOUS
f	PRITZKER FAMILY FOUNDATION, LLC - 1231	P	VARIOUS	VARIOUS
g	PRITZKER FAMILY FOUNDATION, LLC - ST - 1256	P	VARIOUS	VARIOUS
h	PRITZKER FAMILY FOUNDATION, LLC - LT - 1256	P	VARIOUS	VARIOUS
i	WTC-ENDURING ASSETS - ST	P	VARIOUS	VARIOUS
j	WTC-ENDURING ASSETS - LT	P	VARIOUS	VARIOUS
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 2,491,778.		780,748.	1,711,030.
b 1,202,549.		1,205,582.	<3,033.>
c		924,750.	<924,750.>
d			837,305.
e			17,607,848.
f			69,775.
g			4,288.
h			6,431.
i			12,453.
j			58,648.
k			
l			
m			
n			
o			

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

(i) FMV 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			1,711,030.
b			<3,033.>
c			<924,750.>
d			837,305.
e			17,607,848.
f			69,775.
g			4,288.
h			6,431.
i			12,453.
j			58,648.
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	27,602,752.
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 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	631,820.
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 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	631,820.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	631,820.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	615,339.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	615,339.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	16,481.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	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?		X
1b 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 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) <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

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of PRITZKER FAMILY OFFICE, L.L.C. Telephone no (312) 803-4540 Located at 300 N. LASALLE ST, STE 1500, CHICAGO, IL ZIP+4 60654			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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	N/A	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
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)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

Form 990-PF (2012)

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

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

Form 990-PF (2012)

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	10,269,210.
c	Fair market value of all other assets	1c	369,360,077.
d	Total (add lines 1a, b, and c)	1d	379,629,287.
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	379,629,287.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,694,439.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	373,934,848.
6	Minimum investment return. Enter 5% of line 5	6	18,696,742.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	18,696,742.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	631,820.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	631,820.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,064,922.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	18,064,922.
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	18,064,922.

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	8,876,744.
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	8,876,744.
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	8,876,744.

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.

Form 990-PF (2012)

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				18,064,922.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			6,137,752.	
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 ▶ \$ 8,876,744.				
a Applied to 2011, but not more than line 2a			6,137,752.	
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				2,738,992.
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				
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				15,325,930.
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 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(i)(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(i)(3)(B)(iii)
 - (3) Largest amount of support from an exempt organization
 - (4) Gross investment income

0175 1

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT				8,848,000.
Total			3a	8,848,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue						
a NONE						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	1,547,924.		11,183.
4 Dividends and interest from securities			14	7,780,946.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	<909,467.>		536,258.
8 Gain or (loss) from sales of assets other than inventory			18	27,602,752.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a MFP PARTNERS, LP	525990	10,617.				
b PRITZKER FAMILY						
c FOUNDATION, LLC	525990	<293,871.>				
d EGERTON INVESTMENT						
e PARTNERS, L.P.	525990	48,290.				
12 Subtotal. Add columns (b), (d), and (e)		<234,964.>		36,022,155.		547,441.
13 Total. Add line 12, columns (b), (d), and (e)					13	36,334,632.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

- | | | | |
|---|--|---|-------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes |
| | a | Transfers from the reporting foundation to a noncharitable exempt organization of | |
| | | (1) Cash | 1a(1) |
| | | (2) Other assets | 1a(2) |
| | b | Other transactions | |
| | | (1) Sales of assets to a noncharitable exempt organization | 1b(1) |
| | | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) |
| | | (3) Rental of facilities, equipment, or other assets | 1b(3) |
| | | (4) Reimbursement arrangements | 1b(4) |
| | | (5) Loans or loan guarantees | 1b(5) |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| | c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c |
| | d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

► VICE PRESIDENT

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

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

SHERYL EIGHNER

Firm's name ► PRICEWATERHOUSECOOPERS, LLP

Firm's address ► ONE NORTH WACKER DRIVE
CHICAGO, IL 60606

self- employed	P00965775
----------------	-----------

Firm's EIN ► 13-4008324

Phone no (312) 298-2000

Form **990-PF** (2012)**Payment made via
EFTPS**

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

SOURCE	AMOUNT
HILDENE CAPITAL MANAGEMENT ACCOUNT	100,888.
HYATT WILSHIRE, LLC	4.
INDUS JAPAN LONG ONLY FUND, LP	2,049.
JP MORGAN CHASE	980.
JP MORGAN CHASE - SWEEP ACCOUNT	574.
MEDA ACCESS FEEDER FUND	329.
MFP PARTNERS	22,000.
MFP PARTNERS - US INTEREST	214.
MORGAN STANLEY	26.
NEWPORT ASIA INSTITUTIONAL FUND	19.
ONE WILLIAM STREET	184,889.
PRITZKER FAMILY FOUNDATION LLC	1,245,247.
PRITZKER FAMILY FOUNDATION LLC - US INTEREST	663.
WELLS FARGO	573.
WTC-CTF ENDURING ASSETS	652.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,559,107.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DOUBLELINE TOTAL RETURN BOND FUND	18,217.	0.	18,217.
EPI-WISDOM TREE INDIA ETF	61,512.	0.	61,512.
HILDENE CAPITAL MANAGEMENT ACCOUNT	17,488.	0.	17,488.
INDUS JAPAN LONG ONLY FUND, L.P.	101,058.	0.	101,058.
JP MORGAN CHASE	5.	0.	5.
MFP PARTNERS	63,661.	0.	63,661.
MONTPELIER FUND	733,291.	0.	733,291.
NEWPORT ASIA INSTITUTIONAL FUND	291,089.	0.	291,089.
PIMCO FUNDS	4,492.	0.	4,492.
PRARIE SHORES, INC.	1,800.	0.	1,800.
PRITZKER FAMILY FOUNDATIONS LLC	6,087,565.	0.	6,087,565.
RAYTHEON	312.	0.	312.
TEMPLETON GLOBAL BOND FUND	288,557.	0.	288,557.
WTC-CTF ENDURING ASSETS	111,899.	0.	111,899.
TOTAL TO FM 990-PF, PART I, LN 4	7,780,946.	0.	7,780,946.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
STATE TAX REFUND - IL	10,500.	0.	
STATE TAX REFUND - CA	3,393.	0.	
EGERTON INVESTMENT PARTNERS, L.P.	<18,830.>	<18,830.>	
NEWPORT ASIA INSTITUTIONAL FUND LP	<10,592.>	<10,592.>	
WTC-CTF ENDURING ASSETS	7,000.	7,000.	
INDUS JAPAN LONG ONLY FUND, LP	35,219.	35,219.	
PRITZKER FAMILY FOUNDATION, LLC	<186,618.>	<186,618.>	
MEDA ACCESS FEEDER FUND	<4,402.>	<4,402.>	
STATE STREET	1,460.	1,460.	
NAVIGATOR PARTNERS FUND	<732,960.>	<732,960.>	
MFP PARTNERS	5,679.	5,679.	
RAYTHEON	<5,423.>	<5,423.>	
FEDERAL REFUNDS	522,365.	0.	
MFP PARTNERS, LP	10,617.	0.	
PRITZKER FAMILY FOUNDATION, LLC	<293,871.>	0.	
EGERTON INVESTMENT PARTNERS, L.P.	48,290.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<608,173.>	<909,467.>	

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 - NEAL, GERBER & EISENBERG	6,993.	0.		6,993.
LEGAL FEES - SUGAR, FRIEDBERG & FELSANTHAL	444.	0.		444.
TO FM 990-PF, PG 1, LN 16A	7,437.	0.		7,437.

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, LLP	20,000.	0.		20,000.	
TO FORM 990-PF, PG 1, LN 16B	20,000.	0.		20,000.	

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 - MONTICELLO ASSOCIATES	122,500.	122,500.		0.	
INVESTMENT ADVISORY FEES - HSBC PRECIOUS METALS	41,176.	41,176.		0.	
TO FORM 990-PF, PG 1, LN 16C	163,676.	163,676.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID - PRITZKER FAMILY FOUNDATIONS LLC	115,956.	115,956.		0.	
FOREIGN TAXES PAID - WELLINGTON ENDURING	11,983.	11,983.		0.	
FOREIGN TAXES PAID - MFP PARTNERS	1,951.	1,951.		0.	
FOREIGN TAXES PAID - INDUS JAPAN LONG ONLY FUND	6,924.	6,924.		0.	
FOREIGN TAXES PAID - NEWPORT ASIA INSTITUTIONAL FUND	18,012.	18,012.		0.	
STATE TAXES PAID - CALIFORNIA C/F	3,393.	0.		0.	
FEDERAL TAXES PAID	380,000.	0.		0.	
STATE TAXES PAID - ILLINOIS C/F	10,500.	0.		0.	

FOREIGN TAXES PAID - EGERTON INVESTMENT PARTNERS, LP	134.	134.	0.
CALIFORNIA - TAX PAID - 2011	10.	0.	0.
FEDERAL TAXES PAID - C/F	522,354.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,071,217.	154,960.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS - HYATT WILSHIRE LLC	228.	228.		0.
PORTFOLIO DEDUCTIONS - PRITZKER FAMILY FOUNDATIONS LLC	3,061,991.	3,061,991.		0.
PORTFOLIO DEDUCTIONS - MFP PARTNERS	89,830.	89,830.		0.
PORTFOLIO DEDUCTIONS - NEWPORT ASIA INST FUND LP	128,793.	128,793.		0.
BANK FEES	5,751.	5,751.		0.
PRITZKER FAMILY FOUNDATION LLC - CHARITABLE CONTRIBUTION	718.	0.		718.
PRITZKER FAMILY FOUNDATION LLC - NONDEDUCTIBLE EXPENSES	13,656.	0.		0.
OTHER DEDUCTIONS - NAVIGATOR PARTNERS FUND	8,520.	8,520.		0.
OTHER DEDUCTIONS - MFP PARTNERS	784.	784.		0.
PRITZKER FAMILY FOUNDATION LLC - OTHER DEDUCTIONS	544,181.	544,181.		0.
INDUS JAPAN LONG ONLY - OTHER DEDUCTIONS	53,981.	53,981.		0.
MFP PARTNERS - CHARITABLE CONTRIBUTIONS	<48.>	0.		<48.>
OTHER DEDUCTIONS - WTC - ENDURING ASSETS	14,199.	14,199.		0.
PORTFOLIO DEDUCTIONS - MEDA ACCESS FEEDER FUND	24,198.	24,198.		0.
PORTFOLIO DEDUCTIONS - HILDENE CAPITAL MANAGEMENT ACCOUNT	18,276.	18,276.		0.
PRITZKER FAMILY FOUNDATION LLC - ROYALTY DEDUCTION	29.	29.		0.
FILING FEES	637.	0.		637.
PORTFOLIO DEDUCTIONS - WTC - ENDURING ASSETS	3,723.	3,723.		0.

IRS - 2011 PENALTY	3,111.	0.	0.
TO FORM 990-PF, PG 1, LN 23	3,972,558.	3,954,484.	1,307.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRAIRIE SHORES INC	FMV	1,255.	1,255.
UNDERGROUND FESTIVAL INC	FMV	705,000.	705,000.
PRITZKER FAMILY FOUNDATIONS LLC	FMV	173,131,177.	173,099,408.
NEWPORT ASIA	FMV	7,798,143.	12,437,394.
NEW VERNON INDIA	FMV	1,270,746.	886,113.
EGERTON EU DOLLAR FUND	FMV	0.	0.
MONTPELIER FUND	FMV	3,023,366.	2,159,530.
TIGER GLOBAL LTD.	FMV	4,698,653.	13,922,733.
VENOR CAPITAL OFFSHORE LTD.	FMV	5,045,020.	7,370,625.
SANDSTONE CAPITAL INDIA OFFSHORE FUND, LTD.	FMV	1,128,432.	564,981.
WELLINGTON - BAY POND	FMV	5,410,000.	10,084,135.
VIKING GLOBAL	FMV	2,617,802.	8,309,512.
TRANSUNION STOCK	FMV	0.	0.
INDUS ASIA PACIFIC FUND, LTD	FMV	0.	0.
M&T CHARITABLE FD, LLC	FMV	100.	100.
PRITZKER PUCKER CHARITABLE FD, LLC	FMV	100.	100.
HILDENE OPPORTUNITIES OFFSHORE FUND	FMV	6,469,270.	18,279,898.
HSBC PRIVATE BANK	FMV	21,921,415.	32,243,981.
MEDA ACCESS FEEDER FUND	FMV	0.	0.
MFP PARTNERS LP	FMV	3,968,665.	4,581,000.
PIMCO	FMV	0.	0.
TONTINE TOTAL RETURN FUND	FMV	0.	0.
ASTENBECK COMMODITIES	FMV	5,100,000.	4,815,179.
M SQUARE	FMV	7,700,000.	8,118,687.
NAVIGATOR PARTNERS FUND, LP	FMV	11,321,829.	11,254,992.
ONE WILLIAM STREET	FMV	2,470,380.	2,795,346.
CLAROS REAL ESTATE	FMV	8,325,000.	10,010,321.
EPI WISDOM TREE INDIA ETF	FMV	5,669,859.	6,037,823.
INDUS JAPAN LONG ONLY FUND, LP	FMV	7,185,792.	10,395,867.
NEVSKY FUND LIMITED	FMV	5,100,000.	5,873,976.
RAYTHEON	FMV	0.	0.
TEMPLETON GLOBAL FUND	FMV	5,138,894.	5,110,949.
HYATT WILSHIRE LLC	FMV	1,578.	1,578.
ARASAIG AFRICA CONSUMER FUND	FMV	9,200,000.	0.
DOUBLELINE OPPORTUNISTIC FUND	FMV	7,110,156.	8,205,084.
DOUBLELINE TOTAL RETURN BOND FUND	FMV	2,018,217.	2,015,858.
EGERTON INVESTMENT PARTNERS	FMV	3,550,173.	3,574,217.
HILDENE CAPITAL MANAGEMENT ACCOUNT	FMV	3,775,605.	3,725,974.
WELLINGTON TRUST COMPANY - ENDURING ASSETS	FMV	4,160,747.	4,204,350.
OTHER INVESTMENTS	FMV	280,000.	280,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		325,297,374.	371,065,966.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER RECEIVABLE - HILDENE OPPORTUNITIES	1,040,000.	0.	0.
OTHER RECEIVABLE - TIGER GLOBAL	2,575,000.	0.	0.
OTHER RECEIVABLE - TONTINE TOTAL RETURN	0.	31,245.	31,245.
OTHER RECEIVABLE - TIGER GLOBAL	0.	8,085,600.	8,085,600.
OTHER RECEIVABLE - DOUBLELINE OPPORTUNISTIC FUND	0.	1,500,000.	1,500,000.
TO FORM 990-PF, PART II, LINE 15	3,615,000.	9,616,845.	9,616,845.

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

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS J PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & V.P. 0.25	0.	0.	0.
GIGI PRITZKER PUCKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & PRESIDENT 0.25	0.	0.	0.
BRYAN S. TRAUBERT 300 NORTH LASALLE, SUITE 1500 CHICAGO, IL 60654	DIRECTOR & V.P. 0.25	0.	0.	0.
NICHOLAS J. PRITZKER 71 SOUTH WACKER, SUITE 4700 CHICAGO, IL 60606	DIRECTOR & V.P. 0.25	0.	0.	0.
RONALD D. WRAY 300 NORTH LASALLE, SUITE 1500 CHICAGO, IL 60654	V.P. & SECRETARY 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2012
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2012 FORM 990-PF BALANCE SHEET
PART II, LINE 2
SAVINGS AND TEMPORARY CASH INVESTMENTS

	Beginning of Year	End of Year	
	Book Value	Book Value	Fair Market Value
JP MORGAN MONEY MARKET FUND	6,526,882	3,237,867	3,237,867
MORGAN STANLEY	3	33,397	33,397
NORTHERN TRUST	-	3,442	3,442
WELLS FARGO	220,591	221,164	221,164
INDEX DEPOSIT - JP MORGAN CHASE BANK	1	1	1
	<u>6,747,477</u>	<u>3,495,871</u>	<u>3,495,871</u>

PRITZKER FOUNDATION
FOR THE PERIOD ENDED DECEMBER 31, 2012
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2012 FORM 990-PF
PART VII-A, STATEMENTS REGARDING ACTIVITIES, LINE 11

NAME & ADDRESS OF CONTROLLED ENTITY	EIN	DESCRIPTION OF TRANSFER	AMOUNT OF TRANSFER
PRITZKER FAMILY FOUNDATIONS, L L.C 300 NORTH LASALLE, SUITE 1500 CHICAGO, IL 60654	20-0192717	N/A	N/A

Pritzker Foundation
FEIN
Statement Attached to and Made Part of 2012 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2012 to December 31, 2012

Charity	Address	Foundation Status of Recipient	Purpose of Grant	Amount
CHICAGO PUBLIC LIBRARY FOUNDATION	20 N MICHIGAN AVE, STE 520 CHICAGO, IL 60602	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 25,000.00
JUVENILE DIABETES RESEARCH FDN	11 S LASALLE STREET SUITE 1800 CHICAGO, IL 60603-1344	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 5,000.00
ERIKSON INSTITUTE	451 N LASALLE STREET CHICAGO, IL 60654-4510	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 200,000.00
UNIVERSITY OF CHICAGO	1427 EAST 60TH STREET SUITE 120 CHICAGO, IL 60637	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 2,500,000.00
NEW YORK HISTORICAL SOCIETY	170 CENTRAL PARK WEST NEW YORK, NY 10024-5194	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 100,000.00
THE CHICAGO PUBLIC EDUCATION FUND	200 W ADAMS SUITE 2150 CHICAGO, IL 60606	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 614,000.00
STANFORD UNIVERSITY	326 GALVEZ STREET STANFORD, CA 94305-6105	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 1,000,000.00
MUSEUM OF CONTEMPORARY ART	220 E CHICAGO AVENUE CHICAGO, IL 60611	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 120,000.00
COUNCIL ON FOREIGN RELATIONS, INC	58 EAST 68TH STREET NEW YORK, NY 10065	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 35,000.00
ANN & ROBERT H LURIE CHILDREN'S HOSPITAL OF CHICAGO	225 E CHICAGO AVENUE BOX 4 CHICAGO, IL 60611-2605	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 100,000.00
URBAN GATEWAYS	200 WEST JACKSON BOULEVARD SUITE 300 CHICAGO, IL 60606-6941	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 250,000.00
AMERICAN JEWISH COMMITTEE	165 EAST 56 ST NEW YORK, NY 10022	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 25,000.00
JUVENILE PROTECTIVE ASSN	1707 NORTH HALSTED CHICAGO, IL 60614	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
BOYS & GIRLS CLUBS OF CHICAGO	550 W VAN BUREN STREET SUITE 350 CHICAGO, IL 60607	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
COLUMBIA COLLEGE CHICAGO	600 SOUTH MICHIGAN AVENUE CHICAGO, IL 60605	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 300,000.00
JEWISH UNITED FUND	1 SOUTH FRANKLIN STREET CHICAGO, IL 60606	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 250,000.00
CONSERVATION INTERNATIONAL	1919 M STREET, NW SUITE 600 WASHINGTON, DC 20036	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 1,000,000.00
NARAL PRO-CHOICE AMERICA FOUNDATION	1156 15TH ST, NW, STE 700 WASHINGTON, DC 20005	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
ACADEMY FOR URBAN SCHOOL LEADERSHIP	3400 N AUSTIN AVE CHICAGO, IL 60634	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 250,000.00
CITY YEAR	287 COLUMBUS AVENUE BOSTON, MA 02116-5114	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 12,500.00
AFTER SCHOOL MATTERS	66 E RANDOLPH STREET CHICAGO, IL 60601	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 25,000.00
NOBLE STREET CHARTER SCHOOL	1010 N NOBLE STREET CHICAGO, IL 60622	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 200,000.00
IL HOLOCAUST MUSEUM	9603 WOODS DRIVE SKOKIE, IL 60077	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 25,000.00
UNIVERSITY OF MICHIGAN	3003 S STATE STREET SUITE 8000 ANN ARBOR, MI 48109-1288	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 100,000.00
ACCESS LIVING	115 W CHICAGO AVENUE CHICAGO, IL 60654	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
CHICAGO URBAN LEAGUE	4510 S MICHIGAN AVENUE CHICAGO, IL 60653	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
MUSIC INSTITUTE OF CHICAGO	1490 CHICAGO AVENUE EVANSTON, IL 60201	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
OLD TOWN SCHOOL OF FOLK MUSIC, INC	4544 N LINCOLN AVE CHICAGO, IL 60625	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 250,000.00
CHICAGO PUBLIC SCHOOLS	125 S CLARK STREET 11TH FLOOR CHICAGO, IL 60603	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 500.00

Pritzker Foundation

FEIN

Statement Attached to and Made Part of 2012 Form 990-PF
 Part XV, Line 3a - Grants and Contributions Paid During The Year
 January 1, 2012 to December 31, 2012

Charity	Address	Foundation Status of Recipient	Purpose of Grant	Amount
MILLENNIUM PARK, INC	201 E RANDOLPH STREET CHICAGO, IL 60601	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 1,010,000.00
JOHN G. SHEDD AQUARIUM	1200 S LAKE SHORE DRIVE CHICAGO, IL 60605	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 100,000.00
KENNEDY CENTER TRUSTEES	2700 F STREET, NW WASHINGTON, DC 20566	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 50,000.00
MIKVA CHALLENGE	332 S MICHIGAN AVENUE SUITE 400 CHICAGO, IL 60604	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 5,000.00
CHICAGO ACADEMY FOR THE ARTS	1010 W CHICAGO AVENUE CHICAGO, IL 60642-5414	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 70,000.00
BETTER GOVERNMENT ASSOCIATION, INC	223 W JACKSON BLVD CHICAGO, IL 60606	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 5,000.00
WOODROW WILSON INTERNATIONAL CENTER FOR SCHOLARS	1300 PENNSYLVANIA AVENUE, NW WASHINGTON, DC 20004	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 100,000.00
WOUNDED WARRIOR PROJECT	4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 20,000.00
THE AMERICAN IRELAND FUND	211 CONGRESS ST, 10TH FLOOR BOSTON, MA 02110	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 5,000.00
HCE (ASSOCIATION FOR HOME AND COMMUNITY EDUCAT	801 NORTH SALES STREET MERRILL, WI 54452	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 1,000.00
HURRICANE SANDY NEW JERSEY RELIEF FUND	PO BOX 95 MENDHAM, NJ 07945-0095	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 25,000.00
METROPOLIS STRATEGIES	30 WEST MONROE STREET CHICAGO, IL 60603	501 (c) 3	GENERAL OPERATING SUPPORT	\$ 10,000.00
TOTAL				<u>\$ 8,848,000.00</u>

Pritzker Foundation

FEIN: 36-6058062

Form 990-PF, Page 6, Part VII-B, Line 5c

12/31/2012

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

Grantee:	The Pritzker Pucker Family Foundation 71 South Wacker Drive, Suite 4700 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2012, \$20,655,612 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Pritzker Pucker Family Foundation filed a report on January 22, 2013, verifying the amounts expended for charitable purposes prior to December 31, 2012.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12/31/2012

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

Grantee:	Anthony Pritzker Family Foundation c/o The Pritzker Group, L.L.C. 111 South Wacker Drive, Suite 4000 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2012, \$33,329,558 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Anthony Pritzker Family Foundation filed a report on March 12, 2013, verifying the amounts expended for charitable purposes prior to December 31, 2012.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12/31/2012

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

Grantee:	The Libra Foundation 311 South Wacker Drive, Suite 4990 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2012, \$24,615,482 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Libra Foundation filed a report on February 7, 2013, verifying the amounts expended for charitable purposes prior to December 31, 2012.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation

FEIN: 36-6058062

Form 990-PF, Page 6, Part VII-B, Line 5c

12/31/2012

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

Grantee:	The Pritzker Traubert Family Foundation 300 North LaSalle Street, Suite 1500 Chicago, IL 60654
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2012, \$28,106,721 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	The Pritzker Traubert Family Foundation filed a report on January 22, 2013, verifying the amounts expended for charitable purposes prior to December 31, 2012.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Pritzker Foundation

FEIN: 36-6058062

Form 990-PF, Page 6, Part VII-B, Line 5c

12/31/2012

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

Grantee:	Margot and Thomas Pritzker Family Foundation 71 South Wacker Drive, Suite 4700 Chicago, IL 60606
Date and amount:	September 13, 2002 - \$35,000,000
Purpose:	For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
Amount of grant spent by grantee:	As of December 31, 2012, \$21,569,033 was expended.
Diversion:	No part of the grant has been used for other than its intended purpose.
Date of reports received from grantee:	Margot and Thomas Pritzker Family Foundation filed a report on January 22, 2013, verifying the amounts expended for charitable purposes prior to December 31, 2012.
Verification of grantee reports:	There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

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

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

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

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

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

Part I only ☐

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

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

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (Individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PRITZKER FAMILY OFFICE, L.L.C.

- The books are in the care of ▶ **71 SOUTH WACKER DRIVE, SUITE 4700 - CHICAGO, IL 60606**
Telephone No. ▶ **(312) 803-4540** FAX No. ▶

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year **2012** or
▶ ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	244,911.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	615,339.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Form 8868 (Rev. 1-2013)

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

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

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

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

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions PRITZKER FOUNDATION	Employer identification number (EIN) or 36-6058062
Number, street, and room or suite no. If a P.O. box, see instructions. 300 N. LASALLE STREET, SUITE 1500	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60654	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (Individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

PRITZKER FAMILY OFFICE, L.L.C.

• The books are in the care of ☒ 300 N. LASALLE ST, STE 1500 - CHICAGO, IL 60654

Telephone No. ☒ (312) 803-4540

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012, or other tax year beginning ☐ , and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	244,911.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	615,339.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ☒ Gould Gray Title ☒ VICE PRESIDENT

Date ☒ 8/7/13

Form 8868 (Rev. 1-2013)