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Form

**990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
**or Section 4947(a)(1) Nonexempt Charitable Trust**  
**Treated as a Private Foundation**

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

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning

JULY 1

, 2012, and ending

JUNE 30

, 20 13

Name of foundation

**SIRIUS FUND**

Number and street (or P O box number if mail is not delivered to street address)

**225 W. WASHINGTON**

City or town, state, and ZIP code

**CHICAGO, IL 60606**

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

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **15,982,919**  
**J** Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

**A** Employer identification number**36-3712587****B** Telephone number (see instructions)**312-443-5240****C** If exemption application is pending, check here ▶ ☐**D** 1. Foreign organizations, check here ▶ ☐2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

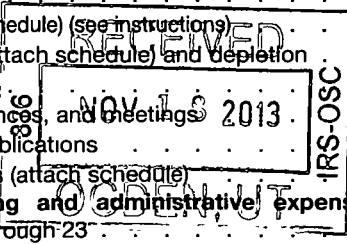
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	<b>6000</b>			
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	<b>270070</b>	<b>270070</b>		
	<b>5a</b> Gross rents	<b>-624</b>	<b>-624</b>		
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)		<b>675112</b>		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	<b>8492</b>	<b>8492</b>			
<b>12</b> Total. Add lines 1 through 11	<b>283938</b>	<b>953050</b>			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)				
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest	<b>394</b>	<b>394</b>		<b>394</b>
	<b>18</b> Taxes (attach schedule) (see instructions)	<b>5126</b>	<b>5126</b>		<b>650</b>
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	<b>43579</b>	<b>43579</b>		<b>43579</b>
	<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	<b>49099</b>	<b>49099</b>		<b>44623</b>
	<b>25</b> Contributions, gifts, grants paid	<b>825236</b>			<b>825236</b>
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	<b>874335</b>	<b>49099</b>		<b>869859</b>	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements	<b>-590397</b>				
<b>b</b> Net investment income (if negative, enter -0-)		<b>903951</b>			
<b>c</b> Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2012)

SCANNED NOV 25 2013



P 23

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	<b>1216258</b>	<b>874026</b>	<b>874026</b>
	<b>2</b>	Savings and temporary cash investments . . . . .			
	<b>3</b>	Accounts receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	<b>4</b>	Pledges receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .			
	<b>10a</b>	Investments—U.S. and state government obligations (attach schedule)			
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	<b>4007666</b>	<b>5043375</b>	<b>10612792</b>
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments—land, buildings, and equipment: basis ▶ . . . . .			
<b>Liabilities</b>		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule) . . . . .	<b>5315612</b>	<b>4718525</b>	<b>4496101</b>
	<b>14</b>	Land, buildings, and equipment: basis ▶ . . . . .			
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
	<b>15</b>	Other assets (describe ▶ . . . . .)			
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	<b>10539526</b>	<b>10635926</b>	<b>15982919</b>
	<b>17</b>	Accounts payable and accrued expenses . . . . .			
	<b>18</b>	Grants payable . . . . .			
	<b>19</b>	Deferred revenue . . . . .			
<b>Net Assets or Fund Balances</b>	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ . . . . .)			
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
		<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .			
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg., and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	<b>10539526</b>	<b>10635926</b>	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	<b>10539526</b>	<b>10635926</b>	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	<b>10539526</b>
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	<b>-590397</b>
<b>3</b>	Other increases not included in line 2 (itemize) ▶ <b>CAPITAL GAINS, UNREALIZED BOOK TAX ADJ</b> . . . . .	<b>3</b>	<b>686797</b>
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	<b>10635926</b>
<b>5</b>	Decreases not included in line 2 (itemize) ▶ . . . . .	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	<b>10635926</b>

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SHORT TERM GAINS FROM PARTNERSHIPS</b>		<b>P</b>		<b>12/31/12</b>
<b>b LONG TERM GAINS FROM PARTNERSHIPS</b>		<b>P</b>		<b>12/31/12</b>
<b>c SEC. 1231 GAINS FROM PARTNERSHIPS</b>		<b>P</b>		<b>12/31/12</b>
<b>d SEC. 1256 LOSSES FROM PARTNERSHIPS</b>		<b>P</b>		<b>12/31/12</b>
<b>e BELLMAN WATER GLOBAL</b>		<b>P</b>	<b>07/01/08</b>	<b>01/29/13</b>

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 51562</b>			<b>51562</b>
<b>b 104494</b>			<b>104494</b>
<b>c 29</b>			<b>29</b>
<b>d</b>		<b>-22136</b>	<b>-22136</b>
<b>e 420498</b>		<b>420910</b>	<b>-412</b>

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

**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.

(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			

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . . . .	<b>4</b>	
<b>5</b> Multiply line 4 by line 3 . . . . .	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a GLAZER OFFSHORE FUND</b>	<b>P</b>	<b>10/1/10</b>	<b>05/03/13</b>
<b>b MASON OFFSHORE CAPITAL</b>	<b>P</b>	<b>07/01/06</b>	<b>04/04/13</b>
<b>c PERFORMANCE TRUST</b>	<b>P</b>	<b>07/01/09</b>	<b>12/31/12</b>
<b>d PULSAR FUND CLASS E</b>	<b>P</b>	<b>01/01/10</b>	<b>07/16/12</b>
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 546066</b>		<b>500000</b>	<b>46066</b>
<b>b 937392</b>		<b>430459</b>	<b>506933</b>
<b>c 358081</b>		<b>329843</b>	<b>28238</b>
<b>d 210328</b>		<b>250000</b>	<b>-39662</b>
<b>e</b>			

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	<b>675112</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . }	<b>3</b>	

**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	773546	13696753	.0565
2010	809657	13783601	.0587
2009	763813	13271784	.0575
2008	717775	12041848	.0596
2007	876328	15053270	.0582

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	<b>.2905</b>
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	<b>3</b>	<b>.0581</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . . . .	<b>4</b>	<b>14724706</b>
<b>5</b> Multiply line 4 by line 3 . . . . .	<b>5</b>	<b>855505</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	<b>9040</b>
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	<b>864545</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	<b>869859</b>

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

<b>1a</b>	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)			
<b>b</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	<b>1</b>		9040
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>		
<b>3</b>	Add lines 1 and 2	<b>3</b>		9040
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		9040
<b>6</b>	Credits/Payments:			
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	3900	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		3900
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		5140
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>		

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		✓
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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>		✓
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		✓
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
<b>2</b> 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>		✓
<b>3</b> 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>		✓
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	✓	
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	✓	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
<b>6</b> 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?	✓	
<b>7</b> 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>	✓	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <b>ILLINOIS</b>		
<b>b</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>	✓	
<b>9</b> 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>		✓
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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

<b>11</b>	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)	<b>11</b>		✓
<b>12</b>	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)	<b>12</b>		✓
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	✓	
Website address ▶				
<b>14</b>	The books are in care of ▶ <b>PETER FOREMAN</b>	Telephone no. ▶	<b>312-443-5240</b>	
	Located at ▶ <b>225 W. WASHINGTON, SUITE 1650 CHICAGO, IL</b>	ZIP+4 ▶	<b>60606</b>	
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <b>15</b>			
<b>16</b>	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? . . . . .	<b>16</b>	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			✓

**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
<b>1a</b>	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>b</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)? . . . . .	<b>1b</b>	
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>		
<b>c</b>	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? . . . . .	<b>1c</b>	✓
<b>2</b>	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)):		
<b>a</b>	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 ▶ 20____, 20____, 20____, 20____		
<b>b</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.) . . . . .	<b>2b</b>	✓
<b>c</b>	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____		
<b>3a</b>	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>b</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.) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	✓
<b>b</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?	<b>4b</b>	✓

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870. **6b**
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER FOREMAN 225 W. WASHINGTON, CHGO, IL	PRES, AS NEEDED	-0-		
VIRGINIA FOREMAN, 225 W. WASHINGTON, CHGO IL				
RHONDA KEYSOR				
225 W. WASHINGTON, CHICAGO, IL 60606	VP, AS NEEDED	-0-		
CHRISTOPHER FOREMAN				
835 JUNIPER AVE, BOULDER, CO 80304	DIRECTOR, AS NEEDED	-0-		
JEFFREY FOREMAN				
1253 LINDEN, HIGHLAND PARK, IL 60035	DIRECTOR, AS NEEDED	-0-		

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

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

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



**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 "NONE"	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 "NONE"	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	<b>8702199</b>
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	<b>1594277</b>
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	<b>4652464</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	<b>14948940</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	<b>14948940</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	<b>224234</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	<b>14724706</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	<b>736235</b>

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

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	<b>736235</b>
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5 . . . . .	<b>2a</b>	<b>9040</b>
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	<b>9040</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	<b>745275</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	<b>745275</b>
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	<b>745275</b>

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	<b>869859</b>
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	<b>869859</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	<b>9040</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	<b>860819</b>

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

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				<b>745275</b>
<b>2</b> Undistributed income, if any, as of the end of 2012:				
<b>a</b> Enter amount for 2011 only . . . . .			<b>NONE</b>	
<b>b</b> Total for prior years: 20____, 20____, 20____		<b>NONE</b>		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007 . . . . .	<b>133739</b>			
<b>b</b> From 2008 . . . . .	<b>125565</b>			
<b>c</b> From 2009 . . . . .	<b>116912</b>			
<b>d</b> From 2010 . . . . .	<b>124949</b>			
<b>e</b> From 2011 . . . . .	<b>84823</b>			
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	<b>585988</b>			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ <b>869859</b>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .			<b>NONE</b>	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .		<b>NONE</b>		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .	<b>NONE</b>			
<b>d</b> Applied to 2012 distributable amount . . . . .				<b>NONE</b>
<b>e</b> Remaining amount distributed out of corpus . . . . .	<b>124584</b>			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	<b>NONE</b>			
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	<b>710572</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		<b>NONE</b>		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		<b>NONE</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .		<b>NONE</b>		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			<b>NONE</b>	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				<b>NONE</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	<b>NONE</b>			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	<b>133739</b>			
<b>9</b> <b>Excess distributions carryover to 2013.</b> Subtract lines 7 and 8 from line 6a . . . . .	<b>567833</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008 . . . . .	<b>125565</b>			
<b>b</b> Excess from 2009 . . . . .	<b>116912</b>			
<b>c</b> Excess from 2010 . . . . .	<b>124949</b>			
<b>d</b> Excess from 2011 . . . . .	<b>84823</b>			
<b>e</b> Excess from 2012 . . . . .	<b>124584</b>			

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

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

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

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**PETER FOREMAN, CHRISTOPHER FOREMAN**

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

**NONE****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

**PETER FOREMAN, 225 W. WASHINGTON, SUITE 1650, CHICAGO, IL 60606, 312-443-5240**

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

**THERE IS NO STANDARD FORM. A LETTER REQUESTING A CONTRIBUTION IS SUFFICIENT.**

- c** Any submission deadlines:

**NONE**

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

**ORGANIZATIONS MUST BE EDUCATIONAL, RELIGIOUS OR CHARITABLE AS DEFINED UNDER IRC SEC. 170(C)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
SEE ATTACHED	NONE	501 (C)3		825236
<b>Total</b> . . . . .			▶ <b>3a</b>	825236
<b>b</b> <i>Approved for future payment</i>				
NONE				
<b>Total</b> . . . . .			▶ <b>3b</b>	

**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) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue:					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities . . . . .					
<b>5</b>	Net rental income or (loss) from real estate:					
<b>a</b>	Debt-financed property . . . . .					
<b>b</b>	Not debt-financed property . . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income . . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory					
<b>9</b>	Net income or (loss) from special events . . . . .					
<b>10</b>	Gross profit or (loss) from sales of inventory . . . . .					
<b>11</b>	Other revenue: <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e) . . . . .					
<b>13</b>	Total. Add line 12, columns (b), (d), and (e) . . . . .					

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

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

Signature of officer or trustee

11/12/13 

Date Title

SECRETARY

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

**JAN C. GRANT**

Preparer's signature

's signature

Date

1112/13

Check ☒ if self-employed

PTIN

**P00627909**

Firm's name ▶ JAN C GRANT

Firm's EIN ▶

Firm's address ► **332 SKOKIE VALLEY ROAD, SUITE 223, HIGHLAND PARK, IL 60035**

Phone no

**847-831-1133**

Form **990-PF** (2012)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

OMB No. 1545-0047

**2012**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

SIRIUS FUND

Employer identification number

36-3712587

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).



Name of organization  
SIRIUS FUNDEmployer identification number  
36-3712587**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHRISTOPHER FOREMAN  835 JUNIPER  BOULDER, CO 80304	\$ 6000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Sirius Fund  
36-3712587  
Year Ended: 06/30/13

Part 1, Line 11  
From Partnerships 8492

Part I, Line 18  
Taxes:  
Net Federal Taxes 4476  
State Taxes 162  
Foreign Taxes Paid 488  
Total 5126

Part I, Line 23  
From Partnerships 43107  
Misc. Expenses 472  
Total 43579

	Beg.	End	FMV
Part II, Line 10b			
Duke	159948	159947.8	337500
BP Amoco	234376	234376	208700
Centurylink	157434	157434	176750
Doubleline Bond Fund	560665	591473	590776
Encore	181125	181125	827750
JP Morgan	2040833	2040833	2384999
McKesson	334492	334492.5	3157910
Old Republic	63908	63908	223037
SEIX Fltg High Rate Inc		1004901	990479
Spectra Energy	115302	115302	258450
Unifirst	159583	159583	1456441
Total	4007666	5043375	10612792

Part II, Line 13			
Aragorn	243779	53856	53856
Bellman Walter Global	15587	0	0
Glazer Offshore Fund	500000	0	0
Hesperus	302172	302175	0
Hildene Opportunties		524979	619455
JDI Loans IV	177065	173279.6	26
JDI Loans V	30701	31510	0
Mason Offshore Capita	430459	0	0
Meditor Eur. Hedge Fu	1367561	1418520	1283489
Performance Trust	-10780		0
Proycon Partners	2009058	2214205	2539275
Pulsar Fund Class E	250000		0

## CHARITABLE CONTRIBUTIONS

7/1/2012 - 6/30/2013

DATE	ORGANIZATION	ADDRESS	AMOUNT
5/15/13	African Wildlife Foundation	1400 16th St., N.W. St 120 Washington DC 20036	1,000.00
various	Alzheimer's Association	225 N. Michigan Ave., Floor 17, Chicago, IL 60601-7633	3,500.00
various	American Friends of Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	3,000.00
12/17/2012	Anti-Defamation League	309 W. Washington, Suite 750, Chicago, IL 60606	1,000.00
various	Art Institute of Chicago	111 S. Michigan, Chicago, IL 60603-6110	205,200.00
5/29/2013	Arts Club of Chicago Endowment	201 E. Ontario Street, Chicago, IL 60611	250.00
10/9/2012	ASPCA	424 E. 92nd St., New York, NY 10128	50.00
9/17/2012	Atlantic Salmon Federation	P.O. Box 807 Calais, ME 04619-0807	100.00
12/13/2012	Blaine County Recreation District-Galena	P.O. Box 3631, Ketchum, ID 83340	1,000.00
10/29/2012	Boise State Radio	1910 University Dr., Boise, ID 83725	500.00
10/30/2012	Boys and Girls Club Chicago	550 W. Van Buren St Suite 350, Chicago, IL 60607	1,000.00
various	Chicago Botanic Garden	1000 Lake Cook Rd., Glencoe, IL 60022	22,525.00
12/17/2012	Chicago Cares	300 W. Adams Suite 300 Chicago, IL 60606	500.00
12/17/2012	Chicago Child Care Society	5467 S. University Ave. Chicago, IL 60615	200.00
various	Chicago History Museum	1601 N. Clark Street, Chicago, IL 60614-3068	155.00
8/28/2012	Chicago Humanities Festival	500 N. Dearborn St., Chicago, IL 60654	1,000.00
12/13/2012	Chicago Public Radio	848 E. Grand Ave. Chicago, IL 60611	1,000.00
6/18/2013	Chicago Symphony Orchestra	220 S. Michigan Ave., Chicago, IL 60604	5,000.00
12/13/2012	Community Health	2611 W. Chicago Ave., Chicago, IL 60622	100.00
12/13/2012	Community Library	P.O. Box 2168, Ketchum, ID 83340	1,000.00
12/17/2012	Community Food Share	6363 Horizon Lane, Longmont, CO 80503	100.00
6/18/2013	Company of Fools	P.O. Box 329 Hailey, ID 83333	2,500.00
5/16/2013	Cystic Fibrosis Fdn	150 N. Michigan. Chicago, IL 60601	7,500.00
8/27/2012	Emory University	1762 Clifton Road, Suite 1400, Atlanta, GA 30322	525.00
2/13/2013	Engelman Family Scholarship	Dartmouth, 6066 Development Office, Hanover, NH 03755	25.00
10/29/2012	Epilepsy Foundation	P.O. Box 11096, Pensacola, FL 32503	25.00
4/23/2013	E. Wynn and Family Foundation	3131 Las Vegas Blvd. South, Las Vegas, NV 89109	25,000.00
12/12/2012	Everglades Foundation	18001 Old Cutler Rd. Ste. 625 Palmetto Bay, FL 33157	1,000.00
12/19/2012	Exeter Academy	Exeter, New Hampshire 03833-2460	500.00
2/20/2013	Family Service of South Lake County	777 Central Ave., Highland Park, IL 60035	200.00
various	Field Museum	Roosevelt Rd. at Lake Shore, Chicago, IL 60605	11,340.00
5/3/2013	Field Museum Women's Board	Roosevelt Rd. at Lake Shore, Chicago, IL 60605	1,000.00
7/30/2012	Fiocchi-Smith Fund	1048 Court Ave. Highland Park, IL 60035-3630	100.00
various	Friends of the Chicago River	407 S. Dearborn, # 1580, Chicago, IL 60605	550.00
12/13/2012	Fdn. For Hearing & Speech Rehab.	4541 N. Ravenswood, Chicago, IL 60640	100.00
1/25/2013	Girl Scouts Gift of Caring	20 S. Clark, Chicago, IL 60603	40.00
12/13/2012	Goodman Theatre	170 N. Dearborn, Chicago, IL 60601	500.00
3/8/2013	Grant Park Music Festival	205 E. Randolph Drive Chicago, IL 60601	1,500.00
12/17/2012	Greater Chicago Food Depository	4100 W. Ann Lurie Place, Chicago, IL 60632	200.00
12/13/2012	Highland Park Community Foundation	P.O. Box 398, Highland Park, IL 60035	1,250.00
6/20/2013	Hospice & Palliative Care	P.O. Box 4320, Ketchum, ID 83340	100.00
12/13/2012	Jewish United Fund	1 S. Franklin St., Chicago, IL 60602-4694	5,000.00
various	John Shedd Aquarium	1200 S. Lake Shore Dr., Chicago, IL 60605	14,050.00
5/6/2013	Juvenile Diabetes Research Foundation	11 S. LaSalle, Suite 1800, Chicago, IL 60603-1344	25.00
12/13/2012	Lewa Wildlife Conservancy USA	38 Miller Ave., #507, Mill Valley, CA 94941	500.00
various	Lincoln Park Conservancy	2000 N. Racine Ave. Suite 2080 Chicago, IL 60614	1,000.00
12/19/2012	Lincoln Park Zoo Society	2001 N. Clark, Chicago, IL 60614	1,000.00
various	Loyola University	820 N. Michigan Ave, Chicago, IL 60611	150.00
9/18/2012	Marine Biology Laboratory	7 MBL Street Woods Hole, MA 02543	10,000.00
various	Max McGraw Wildlife Fdn	P.O. Box 9, Dundee, IL 60614	4,800.00
various	Merit Music Program	Dearborn Station, 47 Polk St., Chicago, IL 60605	15,000.00
12/12/2012	Millenium Park	455 N. Cityfront Plaza, Ste 1400, Chicago, IL 60611	10,000.00
2/20/2013	Naples Botanical Garden	4820 Bayshore Dr. Naples, FL 34112-7337	500.00
12/20/2012	Naple Museum of Art	5833 Pelican Bay Blvd., Naples, FL 34108-2740	150.00
various	National Forest Foundation	Fort Missoula Rd. Blding 27 Missoula, MT 59804	85,000.00
12/17/2012	Nature Conservancy-Idaho	116 1st Avenue North, Hailey, ID 83333	25,000.00
12/20/2012	Nature Conservancy-Illinois	8 S. Michigan, Suite 900, Chicago, IL 60603	1,000.00
12/20/2012	Nature Conservancy-National	4245 N. Fairfax, Arlington, VA 22203	1,000.00

12/20/2012	NCADD	217 Broadway, Suite 712, New York, NY 10007	1,000.00
12/19/2012	NCH Healthcare Foundation	P.O. Box 234, Naples, FL 34106	5,000.00
11/15/2012	North Shore Country Day School	310 Green Bay Rd., Winnetka, IL 60093	5,500.00
12/19/2012	Northern Illinois Food Bank	600 Industrial Dr. St. Charles, IL 60174	100.00
12/19/2012	Northwestern Memorial Hospital-Women's	750 N. Lake Shore Drive, Chicago, IL 60611	5,000.00
6/3/2013	Northwestern Memorial Foundation	251 E. Huron St., Suite 3-200, Chicago, IL 60611-2908	25.00
12/19/2012	Northwestern University	1201 Davis Street, Evanston, IL 60208-4410	1,000.00
10/29/2012	New York University	25 W. Fourth St., 4th Floor, New York, NY 10012-1119	10,000.00
12/19/2012	Openlands Project	25 E. Washington, Suite#1650, Chicago, IL 60602	200.00
6/19/2013	Ovarian Cancer Research	Northshore UHS 1033 University Place Evanston IL 60201	25.00
9/27/2012	Over the Rainbow Assn.	2040 Brown Avenue, Evanston, IL 60201	1,000.00
10/9/2012	Parkinson's Disease Foundation	1359 Broadway Suite 1509 New York, NY 10018	25.00
9/27/2012	Pave Academy	71 Sullivan Street Brooklyn, NY 11231	100.00
6/27/2013	PADS Crisis Services Inc.	3001 Green Bay Rd. #5, North Chicago, IL 60064	5,000.00
8/17/2012	PCHD Fdtn- Harms Hospital	510 Roosevelt, American Falls, ID 83211	5,000.00
9/27/2012	Philharmonic Center for the Arts	5833 Pelican Bay Blvd., Naples, FL 34108	1,600.00
Various	Ravinia Festival	400 Iris Lane, Highland Park, IL 60035	12,220.00
3/18/2013	Recovery on Water	P.O. Box 617636, Chicago, IL 60661	100.00
various	Rush-Presbyterian-St.Luke's Medical	1700 W. Van Buren, Chicago, IL 60612	152,000.00
8/27/2012	Salute, Inc.	14 N. Bothwell, Palatine, IL 60067	500.00
1/10/2013	Sara Charlton Charitable Foundation	13 Chester St. W1, London, SW1X 7BB United Kingdom	8,306.50
6/4/2013	Semester at Sea/Insti. For Shipbd Ed.	811 William Pitt Union, Pittsburgh, PA 15260	70,000.00
12/19/2012	SGA Youth & Family Services	11 E. Adams. Suite 1500., Chicago, IL 60603	500.00
12/19/2012	Smart Museum of Art	5550 S. Greenwood Ave., Chicago, IL 60637	500.00
5/6/2013	Spertus Institute	610 S. Michigan, Chicago, IL 60605	100.00
12/12/2012	St. Louis Children's Hospital	One Children's Place, St. Louis, MO 63110-1077	25.00
various	St. Luke's Wood River Foundation	P.O. Box 7005, Ketchum, ID 83340	20,000.00
12/13/2012	Sun Valley Center for the Arts	P.O. Box 656, Sun Valley, ID 83353	1,000.00
10/29/2012	Sun Valley Ketchum Firemen's Assn.	P.O. Box 966, Ketchum, ID 83340	25.00
2/20/2013	Sun Valley Wellness Institute	P.O. Box 4174, Ketchum, ID 83340	100.00
5/1/2013	Sun Valley Summer Symphony	P.O. Box 1914, Sun Valley, ID 83353	11,000.00
12/3/2012	Thresholds	4101 N. Ravenswood, Chicago, IL 60613	1,000.00
various	U. of Chicago Women's Board	6019 S. Kimbark Ave., Chicago, IL 60637	4,000.00
12/19/2012	Usher III Initiative	191 N. Wacker, Chicago, IL 60606	1,000.00
12/13/2012	Wood River Land Trust	119 E. Bullion Street, Hailey, ID 83333	10,000.00
various	Wolcott School	524 N. Wolcott, Chicago, IL 60657	16,000.00
	Pass through from Procyon		-1.00
	Less Prior Year Contribution, Check never cashed and voided this year		-25.00
	TOTAL		825,235.50