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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

A Employer identification number

THE PRITZKER PUCKER FAMILY FOUNDATION

30-0036022

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

Room/suite

71 SOUTH WACKER DRIVE

4700

B Telephone number

(312) 577-2600

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60606

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

J Accounting method: ☒ Cash ☐ Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

\$ 17,931,873. (Part I, column (d) must be on cash basis.)

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)

Revenue	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	511,667.	511,650.		STATEMENT 1
	4 Dividends and interest from securities	1,465,829.	1,465,829.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,636,624.			
	b Gross sales price for all assets on line 6a	13,376,510.			
	7 Capital gain net income (from Part IV, line 2)		3,636,624.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<35,468.>	<37,365.>		STATEMENT 3
	12 Total. Add lines 1 through 11	5,578,652.	5,576,738.		
	13 Compensation of officers, directors, trustees, etc	6,183.	0.		6,183.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	1,893.	0.		1,893.
	b Accounting fees STMT 5	5,500.	0.		5,500.
	c Other professional fees STMT 6	82,520.	56,610.		25,910.
	17 Interest	49,344.	49,344.		0.
	18 Taxes STMT 7	208,855.	23,855.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	106.	0.		82.
	22 Printing and publications				
	23 Other expenses STMT 8	599,276.	550,164.		339.
	24 Total operating and administrative expenses. Add lines 13 through 23	953,677.	679,973.		39,907.
	25 Contributions, gifts, grants paid	2,438,895.			2,438,895.
	26 Total expenses and disbursements. Add lines 24 and 25	3,392,572.	679,973.		2,478,802.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,186,080.			
	b Net investment income (if negative, enter -0-)		4,896,765.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			228,385.	1,582,371.	1,582,374.	
	2 Savings and temporary cash investments			1,966,370.	7,186.	7,186.	
	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						
	Assets	11 Investments - land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶							
12 Investments - mortgage loans							
13 Investments - other		STMT. 9		50,376,416.	54,918,182.	69,466,063.	
14 Land, buildings, and equipment: basis ▶							
Less: accumulated depreciation ▶							
15 Other assets (describe ▶ STATEMENT 10)				2,626,738.	876,250.	876,250.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)				55,197,909.	57,383,989.	71,931,873.	
Liabilities		17 Accounts payable and accrued expenses					
		18 Grants payable					
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe ▶)						
	23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds			0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds			55,197,909.	57,383,989.		
30 Total net assets or fund balances			55,197,909.	57,383,989.			
31 Total liabilities and net assets/fund balances			55,197,909.	57,383,989.			

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	55,197,909.
2 Enter amount from Part I, line 27a	2	2,186,080.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	57,383,989.
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	57,383,989.

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 13,376,510.		9,739,886.	3,636,624.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			3,636,624.

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	3,636,624.
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))
2012	2,505,856.	51,616,269.	.048548
2011	2,208,799.	43,431,729.	.050857
2010	2,272,743.	42,398,100.	.053605
2009	2,463,646.	39,647,708.	.062138
2008	2,366,105.	50,351,363.	.046992

2 Total of line 1, column (d)	2	.262140
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	.052428
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	67,013,256.
5 Multiply line 4 by line 3	5	3,513,371.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,968.
7 Add lines 5 and 6	7	3,562,339.
8 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.	8	2,478,802.

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	97,935.
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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	97,935.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	97,935.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 187,618.	7	237,618.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c 50,000.	9	
d Backup withholding erroneously withheld	6d	10	139,683.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 139,683. Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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) IL, CA		
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **N/A**

14 The books are in care of ► **DIVERSIFIED FINANCIAL MGMT CORP.** Telephone no. ► **(312) 577-2600**
 Located at ► **71 S. WACKER DRIVE, SUITE 4700, CHICAGO, IL** ZIP+4 ► **60606**

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 2013, 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? 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 ► 16 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)? N/A Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? N/A	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <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 2013 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 2013.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?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?**SEE STATEMENT 12**☒ 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 ☒ No6b ☒**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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 11		6,183.	0.	0.

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

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

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

0

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Part 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	2,108,412.
c Fair market value of all other assets	1c	65,925,350.
d Total (add lines 1a, b, and c)	1d	68,033,762.
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	68,033,762.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,020,506.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	67,013,256.
6 Minimum investment return. Enter 5% of line 5	6	3,350,663.

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	3,350,663.
2a Tax on investment income for 2013 from Part VI, line 5	2a	97,935.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	97,935.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,252,728.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	3,252,728.
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	3,252,728.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,478,802.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,478,802.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,478,802.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,252,728.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,627,239.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 2,478,802.				
a Applied to 2012, but not more than line 2a			1,627,239.	
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 2013 distributable amount				851,563.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				2,401,165.
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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

1 1110 מ צדמגב תמממממ תמממממ חממ 00000 2012

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	511,650.		17.
4 Dividends and interest from securities			14	1,465,829.		
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	<37,298.>		
8 Gain or (loss) from sales of assets other than inventory			14	3,636,624.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a SEE STATEMENT 13		1,830.				
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		1,830.		5,576,805.		17.
13 Total. Add line 12, columns (b), (d), and (e)						5,578,652.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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	US BANK - ST	P	VARIOUS	VARIOUS
b	US BANK - LT	P	VARIOUS	VARIOUS
c	HILDENE CLO EQUITY & TARP - ST	P	VARIOUS	VARIOUS
d	HILDENE CLO EQUITY & TARP - LT	P	VARIOUS	VARIOUS
e	EGERTON INVESTMENT PARTNERS, L.P. - ST	P	VARIOUS	VARIOUS
f	EGERTON INVESTMENT PARTNERS, L.P. - LT	P	VARIOUS	VARIOUS
g	LONE CASCADE, L.P. - ST	P	VARIOUS	VARIOUS
h	LONE CASCADE, L.P. - LT	P	VARIOUS	VARIOUS
i	NAVIGATOR PARTNERS FUND LP - LT	P	VARIOUS	VARIOUS
j	INDUS JAPAN LONG ONLY FUND - ST	P	VARIOUS	VARIOUS
k	INDUS JAPAN LONG ONLY FUND - LT	P	VARIOUS	VARIOUS
l	THE OVERLOOK PARTNERS FUND L.P. - ST	P	VARIOUS	VARIOUS
m	THE OVERLOOK PARTNERS FUND L.P. - LT	P	VARIOUS	VARIOUS
n	WTC-CTF ENDURING ASSETS - ST	P	VARIOUS	VARIOUS
o	WTC-CTF ENDURING ASSETS - 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 312,512.		328,742.	<16,230.>
b 1,631,812.		1,481,752.	150,060.
c		91,356.	<91,356.>
d 4,766.			4,766.
e 390,205.			390,205.
f 77,620.			77,620.
g 223,086.			223,086.
h 280,175.			280,175.
i 128.			128.
j 409,839.			409,839.
k 98,054.			98,054.
l 197.			197.
m 5,863.			5,863.
n		13,078.	<13,078.>
o		10,307.	<10,307.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<16,230.>
b			150,060.
c			<91,356.>
d			4,766.
e			390,205.
f			77,620.
g			223,086.
h			280,175.
i			128.
j			409,839.
k			98,054.
l			197.
m			5,863.
n			<13,078.>
o			<10,307.>

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	MFP PARTNERS, LP - ST	P	VARIOUS	VARIOUS
b	MFP PARTNERS, LP - LT	P	VARIOUS	VARIOUS
c	LOSS ON DISPOSITION OF MFP PARTNERS, LP	P	VARIOUS	12/31/13
d	NEWPORT ASIA INSTITUTIONAL FUND, L.P. - ST	P	VARIOUS	VARIOUS
e	NEWPORT ASIA INSTITUTIONAL FUND - LT	P	VARIOUS	VARIOUS
f	DOUBLELINE TOTAL RETURN BOND FUND - ST	P	VARIOUS	VARIOUS
g	LOSS ON DISPOSITION OF ISHARES FTSE/XINHAU CHINA	P	01/29/13	05/28/13
h	LOSS ON DISPOSITION OF EPI-WISDOMTREE INDIA ETF	P	10/11/11	09/25/13
i	LOSS ON DISPOSITION OF TEMPLETON GLOBAL BOND FUND	P	03/09/11	12/19/13
j	HSBC GOLD	P	VARIOUS	VARIOUS
k	PRITZKER FAMILY FOUNDATIONS, LLC - ST	P	VARIOUS	VARIOUS
l	PRITZKER FAMILY FOUNDATIONS, LLC - LT	P	VARIOUS	VARIOUS
m	PRITZKER FAMILY FOUNDATIONS, LLC - SECTION 1256	P	VARIOUS	VARIOUS
n	PRITZKER FAMILY FOUNDATIONS, LLC - SECTION 1231	P	VARIOUS	VARIOUS
o	GAIN ON DISPOSITION OF NEWPORT ASIA INSTITUTIONAL	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 2,844.			2,844.
b 239,105.			239,105.
c		9,383.	<9,383.>
d		5,368.	<5,368.>
e 836,179.			836,179.
f 500,003.		497,367.	2,636.
g 542,063.		604,646.	<62,583.>
h 1,034,642.		1,217,061.	<182,419.>
i 483,722.		500,775.	<17,053.>
j 3,598,192.		3,832,743.	<234,551.>
k 26,742.			26,742.
l 1,014,658.			1,014,658.
m		1,471.	<1,471.>
n 11,503.			11,503.
o 16,358.			16,358.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,844.
b			239,105.
c			<9,383.>
d			<5,368.>
e			836,179.
f			2,636.
g			<62,583.>
h			<182,419.>
i			<17,053.>
j			<234,551.>
k			26,742.
l			1,014,658.
m			<1,471.>
n			11,503.
o			16,358.

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

THE PRITZKER PUCKER FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	NAVIGATOR PARTNERS FUND LP - SECTION 1256	P	VARIOUS	VARIOUS
b	INDUS JAPAN LONG ONLY FUND - SECTION 1256	P	VARIOUS	VARIOUS
c	MORGAN STANLEY - CAPITAL GAINS DIVIDEND	P	VARIOUS	VARIOUS
d	DOUBLELINE OPPORTUNISTIC INCOME LP - LT	P	VARIOUS	VARIOUS
e	MONTPELIER FUND - LT	P	VARIOUS	VARIOUS
f	CANTILLON WORLD LTD CL C - LT	P	VARIOUS	VARIOUS
g	JP MORGAN CHASE BANK, NA - ST	P	VARIOUS	VARIOUS
h	NEVSKY FUND, PLC - CONTINGENT REDEMPTION FEE	P	VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 130,452.			130,452.
b 224,335.			224,335.
c 114.			114.
d 1,014,207.		846,533.	167,674.
e 266,506.		298,849.	<32,343.>
f 46.			46.
g 32.			32.
h 550.		455.	95.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			130,452.
b			224,335.
c			114.
d			167,674.
e			<32,343.>
f			46.
g			32.
h			95.
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	3,636,624.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ACON EQUITY PARTNERS III, L.P.	9,913.	9,913.	
AEP III SEQUITUR AIV, L.P.	834.	834.	
EGERTON INVESTMENT PARTNER, L.P.	3,328.	3,328.	
ENERGY CAPITAL PARTNERS MEZZANINE OPPORTUNITIES FUND A, LP	8,964.	8,964.	
HILDENE CLO EQUITY & TARP	241,592.	241,592.	
INDUS JAPAN LONG ONLY FUND	139.	139.	
JP MORGAN CHASE BANK, NA	101.	101.	
LONE CASCADE, L.P.	3.	3.	
LONE STAR FUND VIII (U.S.), L.P.	3,317.	3,317.	
MFP PARTNERS, LP	1,497.	1,497.	
MORGAN STANLEY	32,028.	32,028.	
NAVIGATOR PARTNERS FUND LP	48.	48.	
NEWPORT ASIA INSTITUTIONAL FUND, L.P.	9.	9.	
PINGORA MSR OPPORTUNITY FUND I-A, LP	1,575.	1,575.	
PRITZKER FAMILY FOUNDATIONS, LLC	178,398.	178,398.	
PRITZKER FAMILY FOUNDATIONS, LLC - TAX EXEMPT	17.	0.	
THE OVERLOOK PARTNERS FUND L.P.	27.	27.	
US BANK	29,861.	29,861.	
WELLS FARGO	2.	2.	
WTC-CTF ENDURING ASSETS	14.	14.	
TOTAL TO PART I, LINE 3	511,667.	511,650.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EGERTON INVESTMENT PARTNER, L.P.	37,087.	0.	37,087.	37,087.	
HILDENE CLO EQUITY & TARP	28,746.	0.	28,746.	28,746.	
INDUS JAPAN LONG ONLY FUND	33,738.	0.	33,738.	33,738.	

JP MORGAN CHASE BANK	683.	0.	683.	683.
LONE CASCADE, L.P.	27,497.	0.	27,497.	27,497.
LONE STAR FUND VIII (U.S.), L.P.	22,237.	0.	22,237.	22,237.
MFP PARTNERS, LP	1,997.	0.	1,997.	1,997.
MORGAN STANLEY & CO.	61,648.	0.	61,648.	61,648.
NAVIGATOR PARTNERS FUND LP	4,182.	0.	4,182.	4,182.
NEWPORT ASIA INSTITUTIONAL FUND, L.P.	46,029.	0.	46,029.	46,029.
PRITZKER FAMILY FOUNDATIONS, LLC	1,132,827.	0.	1,132,827.	1,132,827.
THE OVERLOOK PARTNERS FUND L.P.	15,554.	0.	15,554.	15,554.
WTC-CTF ENDURING ASSETS	53,604.	0.	53,604.	53,604.
TO PART I, LINE 4	1,465,829.	0.	1,465,829.	1,465,829.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LONE STAR FUND VIII (U.S.), L.P. - SECTION 988 GAIN/(LOSS)	5,397.	5,397.	
ENERGY CAPITAL PARTNERS MEZZANINE OPPORTUNITIES FUND A, LP	4.	4.	
AEP SEQUITUR AIV, L.P.	12,561.	12,561.	
LONE CASCADE, L.P.	911.	911.	
NAVIGATOR PARTNERS FUND LP	<7.>	<7.>	
INDUS JAPAN LONG ONLY FUND	23,665.	23,665.	
WTC-CTF ENDURING ASSETS	6,113.	6,113.	
MFP PARTNERS, LP	535.	535.	
PRITZKER FAMILY FOUNDATIONS, LLC	<59,871.>	<59,871.>	
EGERTON INVESTMENT PARTNERS, L.P.	<25,464.>	<25,464.>	
NEWPORT ASIA INSTITUTIONAL FUND, L.P.	<1,209.>	<1,209.>	
PRITZKER FAMILY FOUNDATIONS, LLC - NONTAXABLE INCOME	67.	0.	
PRITZKER FAMILY FOUNDATIONS AEP III SEQUITUR AIV, L.P.	10,250.	0.	
PINGORA MSR OPPORTUNITY FUND I-A, LP	<6,302.>	0.	
PINGORA MSR OPPORTUNITY FUND I-B, LP	<990.>	0.	
ENERGY CAPITAL PARTNERS MEZZANINE OPP FUND LP	<400.>	0.	
	<728.>	0.	
	<35,468.>	<37,365.>	

TOTAL TO FORM 990-PF, PART I, LINE 11

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	1,893.	0.		1,893.	
TO FM 990-PF, PG 1, LN 16A	1,893.	0.		1,893.	

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	5,500.	0.		5,500.	
TO FORM 990-PF, PG 1, LN 16B	5,500.	0.		5,500.	

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	
AGENCY FEE - ONE WILLIAM STREET	747.	747.		0.	
INVESTMENT ADVISORY FEES - HILDENE CLO EQUITY & TARP	19,673.	19,673.		0.	
INVESTMENT ADVISORY FEES - WTC-CTF ENDURING ASSETS	8,008.	8,008.		0.	
PROFESSIONAL FEES	25,910.	0.		25,910.	
INVESTMENT ADVISORY FEES - MONTICELLO ASSOCIATES, INC.	21,000.	21,000.		0.	
INVESTMENT ADVISORY FEES - MEDA ACCESS FEEDER FUND, LTD	513.	513.		0.	
INVESTMENT ADVISORY FEES - HSBC PRECIOUS METALS DEPOSITORY SERVICES	6,119.	6,119.		0.	

MANAGEMENT FEE	550.	550.	0.
TO FORM 990-PF, PG 1, LN 16C	82,520.	56,610.	25,910.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - EGERTON INVESTMENT PARTNERS, L.P.	4,871.	4,871.		0.
FOREIGN TAXES - LONE CASCADE, L.P.	921.	921.		0.
FOREIGN TAXES - INDUS JAPAN LONG ONLY FUND	2,397.	2,397.		0.
FOREIGN TAXES - THE OVERLOOK PARTNERS FUND L.P.	1,334.	1,334.		0.
FOREIGN TAXES - WTC-CTF ENDURING ASSETS	6,274.	6,274.		0.
FOREIGN TAXES - MFP PARTNERS, LP	1.	1.		0.
FOREIGN TAXES - PRITZKER FAMILY FOUNDATIONS, LLC	4,700.	4,700.		0.
STATE TAXES PAID - CALIFORNIA	40.	40.		0.
STATE TAXES PAID - CONNECTICUT	414.	414.		0.
STATE TAXES PAID - ILLINOIS	4.	4.		0.
STATE TAXES PAID - MARYLAND	4.	4.		0.
STATE TAXES PAID - MASSACHUSETTS	55.	55.		0.
STATE TAXES PAID - NEW JERSEY	28.	28.		0.
STATE TAXES PAID - OHIO	1.	1.		0.
STATE TAXES PAID - WISCONSIN	116.	116.		0.
FOREIGN TAXES - NEWPORT ASIA INST FUND, LP	2,695.	2,695.		0.
FEDERAL INCOME TAXES PAID	185,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	208,855.	23,855.		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 - PINGORA MSR OPPORTUNITY FUND I-A, LP	2,896.	2,896.		0.	
PORTFOLIO DEDUCTIONS - LONE STAR FUND VIII (U.S.), L.P.	12,841.	12,841.		0.	
PORTFOLIO DEDUCTIONS - PINGORA MSR OPPORTUNITY FUND I-B, LP	895.	895.		0.	
CHARITABLE CONTRIBUTIONS - ENERGY CAPITAL PARTNERS FUND A, LP	4.	0.		4.	
PORTFOLIO DEDUCTIONS - ENERGY CAPITAL PARTNERS FUND A, LP	3,866.	3,866.		0.	
PORTFOLIO DEDUCTIONS - ACON EQUITY PARTNERS III, L.P.	54,675.	54,675.		0.	
PORTFOLIO DEDUCTIONS - AEP III SEQUITUR AIV, L.P.	4.	4.		0.	
SECTION 59(E)(2) EXPENSE - AEP III SEQUITUR AIV, L.P.	12,518.	12,518.		0.	
NONDEDUCTIBLE EXPENSES - AEP III SEQUITUR AIV, L.P.	2.	0.		0.	
PORTFOLIO DEDUCTIONS - LONE CASCADE, L.P.	81,664.	81,664.		0.	
OTHER DEDUCTIONS - INDUS JAPAN LONG ONLY FUND	20,569.	20,569.		0.	
PORTFOLIO DEDUCTIONS - THE OVERLOOK PARTNERS FUND L.P.	5,602.	5,602.		0.	
PORTFOLIO DEDUCTIONS - WTC-CTF ENDURING ASSETS	1,452.	1,452.		0.	
PORTFOLIO DEDUCTIONS - MFP PARTNERS, LP	6,103.	6,103.		0.	
CHARITABLE CONTRIBUTIONS - PRITZKER FAMILY FOUNDATIONS, LLC	107.	0.		107.	
PORTFOLIO DEDUCTIONS - PRITZKER FAMILY FOUNDATIONS, LLC	239,362.	239,362.		0.	
SECTION 59(E)(2) EXPENSE - PRITZKER FAMILY FOUNDATIONS, LLC	75,439.	75,439.		0.	
NONDEDUCTIBLE EXPENSES - PRITZKER FAMILY FOUNDATIONS, LLC	48,771.	0.		0.	
BANK FEES	4,009.	4,009.		0.	
MISCELLANEOUS EXPENSE	170.	170.		0.	

PORTFOLIO DEDUCTIONS -

NEWPORT ASIA INST FUND LP	27,114.	27,114.	0.
NAVIGATOR PARTNERS FUND, LP	985.	985.	0.
TELEPHONE AND COMMUNICATION	228.	0.	228.
TO FORM 990-PF, PG 1, LN 23	599,276.	550,164.	339.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRITZKER FAMILY FOUNDATIONS	FMV	15,569,639.	20,409,996.
NEWPORT ASIA INSTITUTIONAL FUND LP	FMV	0.	0.
NEW VERNON INDIA	FMV	111,003.	86,927.
MONTPELIER FUND	FMV	149,863.	141,268.
TIGER GLOBAL LTD.	FMV	525,150.	1,780,712.
VENOR CAPITAL OFFSHORE LTD.	FMV	1,129,589.	1,652,752.
SANDSTONE CAPITAL INDIA OFFSHORE FUND LTD.	FMV	130,334.	64,506.
VIKING GLOBAL EQUITIES	FMV	317,422.	1,217,718.
WELLINGTON - BAY POND	FMV	1,975,000.	3,165,371.
HILDENE OPPORTUNITIES FUND	FMV	828,900.	3,334,642.
HSBC GOLD	FMV	114,450.	124,645.
MFP PARTNERS	FMV	0.	0.
ASTENBECK OFFSHORE COMMODITIES	FMV	1,625,000.	1,457,438.
M SQUARE BRAZIL	FMV	1,650,000.	1,760,293.
NAVIGATOR PARTNERS FUND, L.P.	FMV	1,836,866.	1,838,649.
ONE WILLIAM STREET	FMV	260,994.	260,994.
CLAROS REAL ESTATE SECURITIES	FMV	1,075,000.	1,541,111.
EPI - WISDOMTREE INDIA ETF	FMV	0.	0.
INDUS JAPAN LONG ONLY FUND, LP	FMV	2,176,817.	3,232,448.
NEVSKY FUND, PLC	FMV	719,545.	948,008.
TEMPLETON GLOBAL BOND FUND	FMV	0.	0.
HILDENE CLO EQUITY & TARP	FMV	1,695,097.	1,603,913.
DOUBLELINE OPPORTUNISTIC INCOME LP	FMV	83,467.	99,548.
ENERGY CAPITAL PARTNERS MEZZANINE OPP FUND LP	FMV	80,537.	94,010.
EGERTON INVESTMENT PARTNERS LP	FMV	2,401,068.	2,793,268.
WATER STREET INTERNATIONAL INC	FMV	500,000.	545,146.
LONE CASCADE LP	FMV	3,692,931.	4,564,347.
DOUBLELINE TOTAL RETURN BOND FUND	FMV	569,165.	542,342.
WTC-CTF ENDURING ASSETS	FMV	1,644,724.	1,832,562.
MORGAN STANLEY & CO	FMV	0.	0.
PINGORA MSR OPPORTUNITY FUND I-A, LP	FMV	3,898.	3,590.
LONE STAR FUND VIII (U.S.), L.P.	FMV	118,582.	118,469.
PINGORA MSR OPPORTUNITY FUND I-B, LP	FMV	780.	718.
AEP III SEQUITUR AIV, L.P.	FMV	145,802.	152,063.
ARISAIG AFRICA CONSUMER FUND LTD	FMV	1,000,000.	1,062,022.

ACON EQUITY PARTNERS III, LP	FMV	297,555.	302,678.
CEPHEI QFII CHINA ABSOLUTE RETURN	FMV		
OFFSHORE FEEDER FUND		1,500,000.	1,536,000.
THE CHILDREN'S INVESTMENT FUND	FMV	500,000.	500,000.
THE ALPHAGEN VOLANTIS CATALYST FUND	FMV		
LIMITED		700,000.	766,969.
TIGER GLOBAL LONG OPPORTUNITY, LTD.	FMV	840,000.	910,600.
FALCON SOVEREIGN LTD.	FMV	1,700,000.	1,684,598.
THE OVERLOOK PARTNERS FUND, LP	FMV	1,064,705.	1,095,402.
MEXICAN BONDS	FMV	1,083,993.	1,051,870.
BLACKROCK STRATEGIC INC OPP I	FMV	2,500,273.	2,504,924.
SPDR TRUST SERIES 1	FMV	2,600,033.	2,683,546.
TOTAL TO FORM 990-PF, PART II, LINE 13		54,918,182.	69,466,063.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER RECEIVABLES - TIGER GLOBAL	888,600.	0.	0.
OTHER RECEIVABLES - COLSON TRUST	1,737,138.	792,099.	792,099.
OTHER RECEIVABLES - MFP PARTNERS, L.P.	0.	66,051.	66,051.
DEPOSIT - TGCP, L.L.C.	0.	18,100.	18,100.
MISCELLANEOUS	1,000.	0.	0.
TO FORM 990-PF, PART II, LINE 15	2,626,738.	876,250.	876,250.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
GIGI PRITZKER PUCKER 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	PRESIDENT & DIRECTOR 0.20	0.	0. 0.
MICHAEL PUCKER 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	TREASURER & V.P. 0.20	0.	0. 0.
GLEN MILLER 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 0.20	0.	0. 0.
SCOTT STEVENS 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 0.20	0.	0. 0.
JULIE WILEN 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT 40.00	6,183.	0. 0.
CHARLES BARRON 71 S. WACKER DRIVE, SUITE 4700 CHICAGO, IL 60606	VICE PRESIDENT & SECRETARY 0.20	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		6,183.	0. 0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 12

GRANTEE'S NAME

A.N. PRITZKER YOUTH FOUNDATION, INC.

GRANTEE'S ADDRESS71 S. WACKER DRIVE, SUITE 4700
CHICAGO, IL 60606

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
35,000.	09/06/13	27,130.	10/10/14

PURPOSE OF GRANT

TO FUND AFTER SCHOOL ACTIVITIES AT THE A.N. PRITZKER SCHOOL IN CHICAGO, IL.

DATES OF REPORTS BY GRANTEE

OCTOBER 10, 2014

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATIONFUNDS WERE EXPENDED IN ACCORDANCE WITH THE EXPENDITURE RESPONSIBILITY
AGREEMENT DATED SEPTEMBER 1, 2013.

FORM 990-PF

OTHER REVENUE

STATEMENT 13

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
PRITZKER FAMILY FOUNDATIONS	525990	10,250.			
AEP III SEQUITUR AIV, L.P.	525990	<6,302.>			
PINGORA MSR OPPORTUNITY FUND I-A, LP	525990	<990.>			
PINGORA MSR OPPORTUNITY FUND I-B, LP	525990	<400.>			
ENERGY CAPITAL PARTNERS MEZZANINE OPP FUND LP	525990	<728.>			
TOTAL TO FORM 990-PF, PG 12, LN 11		1,830.			

The Pritzker Pucker Family Foundation
FEIN: 30-0036022
Statement Attached to and Made Part of 2013 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During the Year
January 01, 2013 through December 31, 2013

<u>Recipient</u>	<u>Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ABS-CBN FOUNDATION	150 Shoreline Drive Redwood City, CA 94065	501(c)3	General Operating Support	500
ALLIANCE OF LOCAL SERVICE ORGANIZATIONS	2401 W North Ave Chicago, IL 60647	501(c)3	General Operating Support	50,000
A N PRITZKER YOUTH FOUNDATION	71 S Wacker Drive, Suite 4700 Chicago, IL 60606	501(c)3	General Operating Support	35,000
ANTI-DEFAMATION LEAGUE	605 Third Avenue New York, NY 10158-3560	501(c)3	General Operating Support	15,000
AMERICAN DIABETES ASSOCIATION	55 East Monroe St , Suite 3420 Chicago, IL 60603	501(c)3	General Operating Support	10,000
AMERICAN JEWISH WORLD SERVICE	45 W 36th Street New York, NY 10018	501(c)3	General Operating Support	210,000
AMERICAN RED CROSS	2200 West Harrison Street Chicago, IL 60612	501(c)3	General Operating Support	10,000
ANN & ROBERT H LURIE CHILDREN'S HOSPITAL	225 East Chicago Avenue, Box 4 Chicago, IL 60611-2991	501(c)3	General Operating Support	242,432
ANSHE EMET SYNAGOGUE	3751 North Broadway Street Chicago, IL 60613	501(c)3	General Operating Support	2,500
AFTER SCHOOL MATTERS	78 E Washington St Chicago, IL 60602	501(c)3	General Operating Support	10,000
AUTISM SPEAKS	Princeton, NJ 08540 New York, NY 10016	501(c)3	General Operating Support	500
BARNARD COLLEGE	3009 Broadway New York, NY 10027	501(c)3	General Operating Support	1,000
BERNARD ZELL ANSHE EMET DAY SCHOOL	3751 North Broadway Street Chicago, IL 60613	501(c)3	General Operating Support	54,000
BLAIR THOMAS & COMPANY	P O Box 1265 Chicago, IL 60690	501(c)3	General Operating Support	2,500
BOSTON ARTS ACADEMY FOUNDATION, INC	174 Ipswich Street Boston, MA 02215	501(c)3	General Operating Support	32,833
CAMP KESEM	P O Box 1113 Lafayette, CA 94549	501(c)3	General Operating Support	40,000
CAREER TRANSITIONS OF CHICAGO	703 West Monroe Street Chicago, IL 60661	501(c)3	General Operating Support	10,000
CHICAGO FOUNDATION FOR WOMEN	One East Wacker Drive, Suite 1620 Chicago, IL 60601	501(c)3	General Operating Support	2,500
CHICAGO CHILDREN'S MUSEUM	700 East Grand Avenue, Suite 127 Chicago, IL 60611	501(c)3	General Operating Support	673,333
CHICAGO CHILDREN'S THEATRE	1464 North Milwaukee Ave, 2nd Floor Chicago, IL 60622	501(c)3	General Operating Support	30,000
CHICAGO HIGH SCHOOL FOR THE ARTS	521 E 35th Street Chicago, IL 60616	501(c)3	General Operating Support	20,000
CHICAGO HOUSE	1925 N Clybourn Ave, Suite 401 Chicago, IL 60614	501(c)3	General Operating Support	5,000
CHRYSLIS	522 S Main St Los Angeles, CA 90013	501(c)3	General Operating Support	1,000
COMFORT ZONE CAMP	7201 Glen Forest Drive, Suite 301 Richmond, VA 23226	501(c)3	General Operating Support	500
COMMON THREADS	500 N Dearborn, Suite 605 Chicago, IL 60654	501(c)3	General Operating Support	5,000
COLUMBIA LAW SCHOOL	622 West 113th Street, Mail Code 4524 New York, NY 10025	501(c)3	General Operating Support	100,000
COLUMBIA UNIVERSITY	622 West 113th Street, Mail Code 4524 New York, NY 10025	501(c)3	General Operating Support	49,547
COMMONWEALTH SCHOOL	151 Commonwealth Avenue Boston, MA 02116	501(c)3	General Operating Support	75,000
CORNELL UNIVERSITY	130 E Seneca Street, Suite 400 Ithaca, NY 14850	501(c)3	General Operating Support	10,000
DEER PARK BUDDHIST CENTER	4548 Schneider Dr Oregon, WI 53575	501(c)3	General Operating Support	500
EARLY ENTRANCE FOUNDATION	16311 Ventura Blvd, Suite 1298 Encino, CA 91436	501(c)3	General Operating Support	300

<u>Recipient</u>	<u>Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ENDANGERED WILDLIFE TRUST	Private Bag X 11, Modderfontein 1645 Gauteng, South Africa	501(c)3	General Operating Support	1,000
FACETS MULTI-MEDIA INC	1517 West Fullerton Ave Chicago, IL 60614	501(c)3	General Operating Support	500
FACING HISTORY AND OURSELVES	16 Hurd Road Brookline, MA 02445-6919	501(c)3	General Operating Support	100,000
FRANCIS W PARKER SCHOOL	330 W Webster Ave Chicago, IL 60614	501(c)3	General Operating Support	1,500
FIRST BOOK	1319 F Street, NW, Suite 1000 Washington DC, 20004	501(c)3	General Operating Support	500
GARY COMER YOUTH CENTER	7200 S Ingleside Ave Chicago, IL 60619	501(c)3	General Operating Support	10,000
GARY SINISE FOUNDATION	PO Box 50008 Studio City, CA 91614-500	501(c)3	General Operating Support	1,000
GREATER CHICAGO FOOD DEPOSITORY	4100 West Ann Lane Place Chicago, IL 60632	501(c)3	General Operating Support	30,000
GOODMAN THEATRE	170 N Dearborn Chicago, IL 60601	501(c)3	General Operating Support	30,000
GOOD PITCH CHICAGO	Chicago Cultural Center, Yates Gallery 4th Floor, 78 East Washington St Chicago, IL 60602	501(c)3	General Operating Support	1,000
GREEPEACE FUND, INC	702 H Street, Suite 300 Washington DC, 20001	501(c)3	General Operating Support	500
HUGH O'BRIAN YOUTH LEADERSHIP	31255 Cedar Valley Drive, Suite 327 Westlake Village, CA 91362	501(c)3	General Operating Support	10,000
ILLINOIS ACTION FOR CHILDREN	4753 N Broadway St , Ste 1200 Chicago, IL 60640	501(c)3	General Operating Support	5,000
JESSE WHITE TUMBLING TEAM INC	1360 N Sedgwick Street Chicago, IL 60610	501(c)3	General Operating Support	5,000
LA'S PROMISE	1035 S Grand Ave 2nd Fl Los Angeles, CA 90015	501(c)3	General Operating Support	5,000
LATIN SCHOOL OF CHICAGO	59 W North Blvd Chicago, IL 60610	501(c)3	General Operating Support	12,500
MERIT SCHOOL OF MUSIC	38 South Peoria Street Chicago, IL 60607	501(c)3	General Operating Support	500
MOTION PICTURE AND TELEVISION FUND	23388 Mulholland Dr Woodland Hills, CA 91364	501(c)3	General Operating Support	500
NAMI Chicago	3803 N Fairfax Drive Arlington, VA 22203	501(c)3	General Operating Support	500
NATIONAL PARK FOUNDATION	1201 Eye Street, NW, Suite 550B Washington DC, 20005	501(c)3	General Operating Support	15,000
NATIONAL PSORASIS FOUNDATION INC	6600 SW 92nd Avenue, No 300 Portland, OR 97223	501(c)3	General Operating Support	2,500
NORTHLIGHT THEATRE	9501 N Skokie Boulevard Skokie, IL 60077	501(c)3	General Operating Support	3,500
OAK KNOLL KINDERHAUS MONTESSORI SCHOOL	1200 N Lake Avenue Pasadena, CA 91104	501(c)3	General Operating Support	250
PRITZKER MILITARY MUSEUM & LIBRARY	104 S Michigan Ave, Suite 400 Chicago, IL 60603-5966	501(c)3	General Operating Support	5,000
PROJECT&	6 West 48th Street, 10th Floor New York, NY 10036	501(c)3	General Operating Support	125,000
REDMOON THEATER	2120 S Jefferson St Chicago, IL 60616	501(c)3	General Operating Support	5,000
RUSH UNIVERSITY MEDICAL CENTER	1700 West Van Buren St No 250 Chicago, IL 60612	501(c)3	General Operating Support	2,500
SOLOMON SCHECHTER DAY SCHOOL INC	125 Wells Avenue Newton, MA 02459	501(c)3	General Operating Support	135,000
SAVE THE CHILDREN	501 Kings Hwy E Fairfield, CT 06825	501(c)3	General Operating Support	500
SPARK	223 W Jackson, Suite 520 Chicago, IL 60606	501(c)3	General Operating Support	15,000
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL, INC	501 St Jude Place Memphis, TN 38105-1942	501(c)3	General Operating Support	500
ST MARY'S UNIVERSITY	700 Terrace Heights #21 Winona, MN 55987-1399	501(c)3	General Operating Support	5,000
LELAND STANFORD JUNIOR UNIVERSITY	326 Galvez Street Stanford, Ca 94305-6105	501(c)3	General Operating Support	5,000
TEACH FOR AMERICA	300 W Adams Chicago, IL 60606	501(c)3	General Operating Support	15,000
TECTONIC THEATER PROJECT, INC	520 8th Ave, #313 New York, NY 10018	501(c)3	General Operating Support	10,000

<u>Recipient</u>	<u>Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
THE CARA PROGRAM	237 S Desplaines Chicago, IL 60661	501(c)3	General Operating Support	25,000
THE EMERGENCY FUND	651 W Washington Blvd, Suite 504 Chicago, IL 60661	501(c)3	General Operating Support	5,000
THE GRACE AND JOY SCHOLARSHIP PROGRAM	1301 Henry Street Berkeley, CA 94709	501(c)3	General Operating Support	500
THE LEUKEMIA & LYMPHOMA SOCIETY	651 W Washington Blvd Chicago, IL 60661	501(c)3	General Operating Support	500
THE MIRMAN SCHOOL	16180 Mulholland Dr Los Angeles, CA 90049	501(c)3	General Operating Support	200
THE RAPE FOUNDATION	1223 Wilshire Blvd , No 410 Santa Monica, CA 90403	501(c)3	General Operating Support	1,500
UMOJA STUDENT DEVELOPMENT CORPORATION	954 W Washington Blvd, Suite 225 Chicago, IL 60607	501(c)3	General Operating Support	50,000
UNITED STATES FUND FOR UNICEF	500 North Michigan Avenue Chicago, IL 60611	501(c)3	General Operating Support	10,000
UNIVERSITY OF COLORADO FOUNDATION	4740 Walnut Street Boulder, CO 80301	501(c)3	General Operating Support	25,000
UNIVERSITY OF ILLINOIS FOUNDATION	1305 West Green Street Urbana, IL 61801	501(c)3	General Operating Support	25,000
UNIVERSITY OF WISCONSIN FOUNDATION	1848 University Avenue Madison, WI 53726	501(c)3	General Operating Support	25,000
VETERANS OF FOREIGN WARS	406 West 34th Street Kansas City, MO 64111	501(c)3	General Operating Support	500
WBEZ CHICAGO PUBLIC RADIO (Chicago Public Media, Inc)	848 E Grand Ave Navy Pier Chicago, IL 60611	501(c)3	General Operating Support	2,500
WITNESS	80 Hanson Place, 5th Floor Brooklyn, NY 11217	501(c)3	General Operating Support	2,000
WOMEN FOR WOMEN INTERNATIONAL	2000 M Street, NW, Suite 200 Washington DC, 20036	501(c)3	General Operating Support	5,000
CHICAGO RUN	3611 N Kedzie Avenue Chicago, IL 60618	501(c)3	General Operating Support	2,500
2013 Contributions				2,438,895
Total 2013 Contributions				2,438,895

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

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. THE PRITZKER PUCKER FAMILY FOUNDATION F/K/A THE VINCE CLUB FAMILY FOUNDATION	Employer identification number (EIN) or 30-0036022
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)

0 4

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 (other than individual)	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.

DIVERSIFIED FINANCIAL MANAGEMENT CORP.

• The books are in the care of **71 S. WACKER DRIVE, SUITE 4700 - CHICAGO, IL 60606**

Telephone No. **(312) 577-2600**

Fax No. **(312) 577-2619**

• 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, 2014.**

5 For calendar year **2013**, 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

ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	238,331.
b If this application is for Forms 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	\$	238,331.
c 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 

Title

VICE PRESIDENT & SECRETARY

Date

AUG 08 2014

Form 8868 (Rev. 1-2014)