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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation MALOTT FAMILY FOUNDATION		A Employer identification number 36-3680666
Number and street (or P.O. box number if mail is not delivered to street address) 200 EAST RANDOLPH DRIVE	Room/suite	B Telephone number 312-861-6061
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60601		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 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 foundation		E 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 (from Part II, col (c), line 16) \$ 53,287,514. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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 ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	143,459.	143,459.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,795,877.			
	b Gross sales price for all assets on line 6a	9,372,205.			
	7 Capital gain net income (from Part IV, line 2)		7,795,877.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	1,251,054.	1,251,054.		STATEMENT 2	
12 Total Add lines 1 through 11	9,190,390.	9,190,390.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	170,000.	85,000.		85,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	110,335.	110,335.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	129,391.	122,738.		6,653.
	24 Total operating and administrative expenses. Add lines 13 through 23	409,726.	318,073.		91,653.
25 Contributions, gifts, grants paid	1,677,452.			1,677,452.	
26 Total expenses and disbursements Add lines 24 and 25	2,087,178.	318,073.		1,769,105.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	7,103,212.				
b Net investment income (if negative, enter -0-)		8,872,317.			
c Adjusted net income (if negative, enter -0-)			N/A		

91A A

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	1,045,535.	453,267.	453,267.
	2 Savings and temporary cash investments			
	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 STMT 5	4,527,644.	10,519,470.	20,702,834.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 6)	27,741,443.	32,131,413.	32,131,413.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	33,314,622.	43,104,150.	53,287,514.
	17 Accounts payable and accrued expenses	28,847.	2,635,561.	
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	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)	28,847.	2,635,561.	
	Foundations that follow SFAS 117, check here 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 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	33,285,775.	40,468,589.	
	30 Total net assets or fund balances	33,285,775.	40,468,589.	
	31 Total liabilities and net assets/fund balances	33,314,622.	43,104,150.	

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	33,285,775.
2 Enter amount from Part I, line 27a	2	7,103,212.
3 Other increases not included in line 2 (itemize) ▶ BOOK TO TAX DIFFERENCES	3	79,602.
4 Add lines 1, 2, and 3	4	40,468,589.
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	40,468,589.

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 9,372,205.		2,012,608.	7,795,877.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			7,795,877.

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	7,795,877.
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	1,004,137.	40,878,493.	.024564
2011	1,692,211.	34,606,315.	.048899
2010	1,733,331.	30,904,829.	.056086
2009	2,498,870.	31,137,329.	.080253
2008	2,006,270.	35,234,674.	.056940

2 Total of line 1, column (d)	2	.266742
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	.053348
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	48,573,284.
5 Multiply line 4 by line 3	5	2,591,288.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	88,723.
7 Add lines 5 and 6	7	2,680,011.
8 Enter qualifying distributions from Part XII, line 4	8	1,769,105.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	177,446.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	177,446.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	177,446.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	55,312.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	125,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	180,312.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	141.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,725.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 2,725. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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?		
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		
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	

N/A

STMT 7

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT H. MALOTT Telephone no. ► 312-861-6061 Located at ► 200 E. RANDOLPH, CHICAGO, IL ZIP+4 ► 60601			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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? If "Yes," list the years ►	☐ Yes ☒ No	
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?	☐ Yes ☒ 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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT H. MALOTT	PRESIDENT			
200 E. RANDOLPH STREET				
CHICAGO, IL 60601	1.00	0.	0.	0.
ROBERT DEANE MALOTT	DIRECTOR			
200 E. RANDOLPH STREET				
CHICAGO, IL 60601	1.00	0.	0.	0.
ELIZABETH MALOTT POHLE	DIRECTOR			
200 E. RANDOLPH STREET				
CHICAGO, IL 60601	20.00	85,000.	0.	0.
BARBARA H. MALOTT KIZZIAH	SECRETARY			
200 E. RANDOLPH STREET				
CHICAGO, IL 60601	20.00	85,000.	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

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2013)

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	48,563,578.
b	Average of monthly cash balances	1b	749,401.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	49,312,979.
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	49,312,979.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	739,695.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	48,573,284.
6	Minimum investment return. Enter 5% of line 5	6	2,428,664.

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

1	Minimum investment return from Part X, line 6	1	2,428,664.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	177,446.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	177,446.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,251,218.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,251,218.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,251,218.

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	1,769,105.
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	1,769,105.
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	1,769,105.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,251,218.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	247,755.			
c From 2010	225,712.			
d From 2011	23,750.			
e From 2012				
f Total of lines 3a through e	497,217.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,769,105.				
a Applied to 2012, but not more than line 2a			0.	
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				1,769,105.
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).)	482,113.			482,113.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	15,104.			
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				0.
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	15,104.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	15,104.			
d Excess from 2012				
e Excess from 2013				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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).)

ROBERT H. MALOTT

- 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 address of the person to whom applications should be addressed:

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

- c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY 225 N. MICHIGAN AVE #1210 CHICAGO, IL 60601		PC	COMMUNITY	1,000.
A JUST HARVEST 7649 N. PAULINA ST. CHICAGO, IL 60626		PC	COMMUNITY	2,500.
A JUST HARVEST 7650 N. PAULINA ST. CHICAGO, IL 60626		PC	COMMUNITY	2,500.
AMERICAN CANCER SOCIETY 225 N. MICHIGAN AVE #1210 CHICAGO, IL 60601		PC	COMMUNITY	1,000.
AMERICAN COUNCIL OF TRUSTEES AND ALUMNI 1726 M. STREET NW SUITE 802 WASHINGTON, DC 20036		PC	COMMUNITY	2,000.
Total	SEE CONTINUATION SHEET(S)			1,677,452.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) 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					
4	Dividends and interest from securities			14	143,459.	
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	1,251,054.	
8	Gain or (loss) from sales of assets other than inventory			18	7,795,877.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0.		9,190,390.	0.
13	Total. Add line 12, columns (b), (d), and (e)					9,190,390.

(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	BERKSHIRE HATHAWAY WINDOWSILL	P		
b	US TRUST CUSTODY SALES	P		
c	FROM K-1 - FORTRESS CREDIT OPPORTUNITIES FUND III			
d	FROM K-1 - FORTRESS CREDIT OPPORTUNITIES FUND III			
e	FROM K-1 - RE/ENTERPRISE PARTNERS LV LLC			
f	FROM K-1 - SULLIVAN DEBT FUND LP			
g	FROM K-1 - AEA MIDDLE MARKET DEBT FUND I-A LP			
h	FROM K-1 - AEA MIDDLE MARKET DEBT FUND I-A LP			
i	FROM K-1 - AEA MIDDLE MARKET DEBT FUND II LP			
j	FROM K-1 - AEA MIDDLE MARKET DEBT FUND II LP			
k	FROM K-1 - SIGULER GUFF CAPITAL PARTNERS (VLLI) L			
l	FROM K-1 - LEGACY VENTURE IV, LLC			
m	FROM K-1 - LEGACY VENTURE IV, LLC			
n	FROM K-1 - SULLIVAN DEBT FUND LP			
o	US TRUST - CAPITAL GAIN			

(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 3,834,300.		261,780.	3,572,520.
b 5,537,905.		1,750,828.	3,787,077.
c			4,413.
d			3,400.
e			125.
f			121,035.
g			6,209.
h			28,276.
i			2,255.
j			3,220.
k			79.
l			5,623.
m			137,869.
n			-18,544.
o			142,320.

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			3,572,520.
b			3,787,077.
c			4,413.
d			3,400.
e			125.
f			121,035.
g			6,209.
h			28,276.
i			2,255.
j			3,220.
k			79.
l			5,623.
m			137,869.
n			-18,544.
o			142,320.

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	7,795,877.
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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ART INSTITUTE - TEXTILE SOCIETY 111 SOUTH MICHIGAN AVE CHICAGO, IL 60603		PC	COMMUNITY	7,500.
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVE CHICAGO, IL 60603		PC	COMMUNITY	2,500.
ASPEN CENTER FOR ENVIRONMENTAL STUDIES 100 PUPPY SMOTH ST. ASPEN, CO 81611		PC	COMMUNITY	30,000.
ASPEN INSTITUTE ONE DUPONT CIRCLE, NW SUITE 700 WASHINGTON, DC 20036		PC	COMMUNITY	5,000.
AUSL 3400 N. AUSTIN AVENUE ROOM 120 CHICAGO, IL 60601		PC	COMMUNITY	50,000.
BOSTON CHILDREN'S HOSPITAL 300 LONGWOOD AVE BOSTON, MA 02115		PC	COMMUNITY	5,000.
BOYS & GIRLS CLUBS OF THE PENINSULA 401 PIERCE ROAD MENLO PARK, CA 94025		PC	COMMUNITY	5,000.
CHARLES ARMSTRONG SCHOOL 1405 SOLANA DR BELMONT, CA 94002		PC	COMMUNITY	5,000.
CHEETAH CONSERVATION FUND 2210 MT. VERNON AVENUE, 2ND FLOOR ALEXANDRIA, VA 22301		PC	COMMUNITY	500.
CHICAGO BOTANICAL GARDEN 1000 LAKE COOK RD. GLENCOE, IL 60022		PC	COMMUNITY	20,000.
Total from continuation sheets				1,668,452.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHICAGO CITY DAY SCHOOL 541 W. HAWTHORNE PL. CHICAGO, IL 60657		PC	COMMUNITY	2,500.
CHICAGO FOUNDATION FOR EDUCATION 1 N. LA SALLE STREET, SUITE 1675 CHICAGO, IL 60602		PC	COMMUNITY	20,000.
CHICAGO SHAKESPEARE THEATER 800 E. GRAND AVE CHICAGO, IL 60611		PC	COMMUNITY	3,400.
CHICAGO SHAKESPEARE THEATER 800 E. GRAND AVE CHICAGO, IL 60611		PC	COMMUNITY	25,000.
CHICAGO SHAKESPEARE THEATER 800 E. GRAND AVE CHICAGO, IL 60611		PC	COMMUNITY	166,667.
COLORADO COLLEGE 14 E. CACHE LA POUDE ST. COLORADO SPRINGS, CO 80903		PC	COMMUNITY	2,000.
COLORADO COLLEGE 14 E. CACHE LA POUDE ST. COLORADO SPRINGS, CO 80903		PC	COMMUNITY	5,000.
CONGREGATIONAL CHURCH 225 WILMOT RD. DEERFIELD, IL 60015		PC	COMMUNITY	4,500.
CRITICAL REVIEW FOUNDATION P.O. BOX 869 HELOTES, TX 78023		PC	COMMUNITY	5,000.
CRITICAL REVIEW FOUNDATION P.O. BOX 869 HELOTES, TX 78023		PC	COMMUNITY	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CURE ALZHEIMER'S FUND 34 WASHINGTON ST., SUITE 200 WELLESLEY HILLS, MA 02481		PC	COMMUNITY	1,000.
EMERALD KIDSPORTS, INC 2190 POLK ST. EUGENE, OR 97405		PC	COMMUNITY	250.
EXECUTIVE SERVICE CORPS 25 E. WASHINGTON ST CHICAGO, IL 60602		PC	COMMUNITY	2,500.
EXECUTIVE SERVICE CORPS 25 E. WASHINGTON ST CHICAGO, IL 60602		PC	COMMUNITY	2,500.
FIELD MUSEUM 1400 S. LAKE SHORE DR. CHICAGO, IL 60605		PC	COMMUNITY	10,000.
FOUNDATION FIGHTING BLINDNESS 1580 S. MILWAUKEE LIBERTYVILLE, IL 60048		PC	COMMUNITY	1,000.
HOLY COMFORTER CHURCH 222 KENILWORTH AVE. KENILWORTH, IL 60043		PC	COMMUNITY	1,250.
HOLY COMFORTER CHURCH 222 KENILWORTH AVE. KENILWORTH, IL 60043		PC	COMMUNITY	1,250.
HOLY COMFORTER CHURCH 222 KENILWORTH AVE. KENILWORTH, IL 60043		PC	COMMUNITY	1,250.
HOOVER INSTITUTION 434 GALVEZ MALL STANFORD, CA 94305		PC	COMMUNITY	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HUDSON INSTITUTE 1015 15TH STREET, N.W. 6TH FLOOR WASHINGTON, DC 20005		PC	COMMUNITY	15,000.
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION P.O. BOX 928 LAWRENCE, KS 66044		PC	COMMUNITY	2,000.
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION P.O. BOX 928 LAWRENCE, KS 66044		PC	COMMUNITY	15,000.
KENILWORTH UNION CHURCH 211 KENILWORTH AVENUE KENILWORTH, IL 66044		PC	COMMUNITY	4,000.
KIEVE WAVUS 42 142 NOBLEBORO, ME 04555		PC	COMMUNITY	250.
KING LOWN HEYWOOD THOMAS 1450 NEWFIELD AVE STAMFORD, CT 06905		PC	COMMUNITY	5,000.
LINCOLN ACADEMY OF ILLINOIS ONE OLD STATE CAPITOL PLAZA SPRINGFIELD, IL 62701		PC	COMMUNITY	15,000.
LINCOLN PARK ZOO 2001 N. CLARK STREET CHICAGO, IL 60614		PC	COMMUNITY	4,750.
LINCOLN PARK ZOO 2001 N. CLARK STREET CHICAGO, IL 60614		PC	COMMUNITY	25,000.
LINCOLN PARK ZOO 2001 N. CLARK STREET CHICAGO, IL 60614		PC	COMMUNITY	400,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LYRIC OPERA 20 N. WACKER DRIVE CHICAGO, IL 60606		PC	COMMUNITY	25,000.
MUSEUM OF SCIENCE & INDUSTRY 5700 S. LAKE SHORE DR. CHICAGO, IL 60637		PC	COMMUNITY	5,500.
MUSEUM OF SCIENCE & INDUSTRY 5700 S. LAKE SHORE DR. CHICAGO, IL 60637		PC	COMMUNITY	5,000.
MUSIC INSTITUTE OF CHICAGO 300 GREEN BAY ROAD WINNETKA, IL 60093		PC	COMMUNITY	5,000.
MUSIC INSTITUTE OF CHICAGO 300 GREEN BAY ROAD WINNETKA, IL 60093		PC	COMMUNITY	10,000.
NATIONAL GEOGRAPHIC SOCIETY 1145 17TH STREET N.W. WASHINGTON, DC 20036		PC	COMMUNITY	500.
NATIONAL MUSEUM OF DENTISTRY 31 S. GREENE ST. BALTIMORE, MD 21201		PC	COMMUNITY	5,000.
NATIONAL TROPICAL BOTANICAL GARDEN 3530 PAFLINA ROAD KALAHEO, HI 96741		PC	COMMUNITY	3,000.
NOLS 284 LINCOLN STREET LANDER, WY 82520		PC	COMMUNITY	2,500.
NORTH SHORE ART LEAGUE 620 LINCOLN AVE WINNETKA, IL 60093		PC	COMMUNITY	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OREGON HEALTH SCIENCES 3181 W. SAM JACKSON PARK RD. PORTLAND, OR 97403		PC	COMMUNITY	5,000.
OUNCE OF PREVENTION FUND 33 MONROE STREET, SUITE 2400 CHICAGO, IL 60603		PC	COMMUNITY	25,000.
PHILLIPS BROOKS SCHOOL 2245 AVY AVE MENLO PARK, CA 94025		PC	COMMUNITY	5,000.
PING! 414 N. OAK PARK AVENUE OAK PARK, IL 60302		PC	COMMUNITY	250.
PRITZKER MILITARY LIBRARY 104 S. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60603		PC	COMMUNITY	4,767.
PRITZKER MILITARY LIBRARY 104 S. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60603		PC	COMMUNITY	3,000.
RAVINIA 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035		PC	COMMUNITY	10,000.
RAVINIA FESTIVAL 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035		PC	COMMUNITY	3,323.
REHABILITATION INSTITUTE OF CHICAGO 345 E. SUPERIOR ST. CHICAGO, IL 60611		PC	COMMUNITY	5,000.
SCHNITZER MUSEUM OF ART 1430 JOHNSON LN EUGENE, OR 97403		PC	COMMUNITY	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711		PC	COMMUNITY	2,500.
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711		PC	COMMUNITY	2,500.
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711		PC	COMMUNITY	35,000.
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711		PC	COMMUNITY	68,795.
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711		PC	COMMUNITY	400,000.
SNOWMASS CHAPEL & COMMUNITY CENTER 5307 OWL CREEK RD. SNOWMASS VILLAGE, CO 81615		PC	COMMUNITY	1,000.
SPARK CHICAGO 222 W. MERCHANDISE MART PLAZA CHICAGO, IL 60654		PC	COMMUNITY	10,000.
TEACH FOR AMERICA 300 W. ADAMS ST #1000 CHICAGO, IL 60606		PC	COMMUNITY	75,000.
THE GRABHORN INSTITUTION 1802 HAYS ST. SAN FRANCISCO, CA 94129		PC	COMMUNITY	500.
UNIVERSITY OF CHICAGO 401 N. MICHIGAN AVE. CHICAGO, IL 60611		PC	COMMUNITY	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNIVERSITY OF CHICAGO - HARRIS SCHOOL 5235 S. HARPER COURT SUITE 700 CHICAGO, IL 60615		PC	COMMUNITY	3,000.
UNIVERSITY OF CHICAGO - WOMEN'S BOARD 401 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611		PC	COMMUNITY	1,000.
UNIVERSITY OF KANSAS 1450 JAYHAWK BLVD. LAWRENCE, KS 66045		PC	COMMUNITY	0.
UNIVERSITY OF OREGON BACH FESTIVAL 1257 UNIVERSITY OF OREGON EUGENE, OR 97403		PC	COMMUNITY	5,000.
UNIVERSITY OF OREGON BACH FESTIVAL 1257 UNIVERSITY OF OREGON EUGENE, OR 97403		PC	COMMUNITY	9,000.
UNIVERSITY OF OREGON FOUNDATION 1720 W. 13TH AVE. #410 EUGENE, OR 97403		PC	COMMUNITY	1,000.
UNIVERSITY OF OREGON- SCHOOL OF MUSIC 1720 W. 13TH AVE. #410 EUGENE, OR 97403		PC	COMMUNITY	2,500.
WFMT 98.7 P.O. BOX 806516 CHICAGO, IL 60601		PC	COMMUNITY	500.
WOMAN'S BOARD OF R.U.M.C. 1725 WEST HARRISON STREET CHICAGO, IL 60612		PC	COMMUNITY	3,000.
WTTW BROADCASTING FUND 5400 N. ST. LOUIS AVENUE CHICAGO, IL 60625		PC	COMMUNITY	3,500.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
U.S. TRUST CUSTODY WINDOWSILL	143,384. 75.	0. 0.	143,384. 75.	143,384. 75.		
TO PART I, LINE 4	143,459.	0.	143,459.	143,459.		

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
FORTRESS CREDIT OPPORTUNITIES FUND III (B) LP	111,473.	111,473.		
RE/ENTERPRISE PARTNERS LV LLC	-3,036.	-3,036.		
SULLIVAN DEBT FUND LP	292,800.	292,800.		
AEA MIDDLE MARKET DEBT FUND I-A LP	559,994.	559,994.		
AEA MIDDLE MARKET DEBT FUND II LP	198,631.	198,631.		
DE SHAW OCULUS	-6,382.	-6,382.		
EQT EXPANSION CAPITAL I LP	38,018.	38,018.		
EQT EXPANSION CAPITAL II (NO.1) LP	91,993.	91,993.		
LEGACY VENTURE IV LLC	-31,932.	-31,932.		
SIGULER GUFF CAPITAL PARTNERS (VLLI) LLC	-505.	-505.		
TOTAL TO FORM 990-PF, PART I, LINE 11	1,251,054.	1,251,054.		

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL INCOME TAX PAID	110,000.	110,000.		0.	
FOREIGN TAX PAID FROM PASSTHROUGH K-1	335.	335.		0.	
TO FORM 990-PF, PG 1, LN 18	110,335.	110,335.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSES	19,191.	19,191.		0.	
PAYROLL TAXES	13,305.	6,652.		6,653.	
ADMINISTRATIVE EXPENSES	96,895.	96,895.		0.	
TO FORM 990-PF, PG 1, LN 23	129,391.	122,738.		6,653.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
US TRUST	6,964,608.	17,147,972.		
BERKSHIRE HATHAWAY CORPORATE STOCK	0.	0.		
GRAHAM GLOBAL FUND	3,554,862.	3,554,862.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,519,470.	20,702,834.		

FORM 990-PF	OTHER ASSETS		STATEMENT	6
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
AEA MIDDLE MARKET DEBT FUND	7,299,258.	6,969,053.	6,969,053.	
EQT EXPANSION CAPITAL II	2,652,676.	3,207,435.	3,207,435.	
LEGACY VENTURE IV LLC	1,034,199.	1,019,893.	1,019,893.	
SIGULER GUFF CAPITAL PARTNERS	17,328.	20,559.	20,559.	
DE SHAW COMPOSITE	81,130.	76,732.	76,732.	
DE SHAW OCULUS	12,127,333.	12,120,951.	12,120,951.	
AEA MIDDLE MARKET DEBT FUND II	1,419,908.	1,578,688.	1,578,688.	
EQT EXPANSION CAP I	575,798.	600,534.	600,534.	
FORTRESS CREDIT OPPORTUNITY FUND III (B) LP	967,544.	1,745,909.	1,745,909.	
RE/ENTEPRISE PARTNERS LV LLC	4,443.	3,908.	3,908.	
SULLIVAN DEBT FUND	1,561,826.	4,787,751.	4,787,751.	
TO FORM 990-PF, PART II, LINE 15	27,741,443.	32,131,413.	32,131,413.	

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 7

NAME OF CONTRIBUTOR

ADDRESS

ROBERT H. MALOTT

200 E. RANDOLPH
CHICAGO, IL 60601

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No. 1545-1709

55715E
WCM

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	MALOTT FAMILY FOUNDATION	Employer identification number (EIN) or 36-3680666
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. 200 EAST RANDOLPH DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60601	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (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

ROBERT H. MALOTT

- The books are in the care of ► **200 E. RANDOLPH - CHICAGO, IL 60601**

Telephone No. ► **312-861-6061**

Fax No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2013** or
- ☐ tax year beginning _____, and ending _____

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 180,312.
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.	3b	\$ 55,312.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 125,000.

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MALOTT FAMILY FOUNDATION	36-3680666
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	200 EAST RANDOLPH DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	CHICAGO, IL 60601	

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.

ROBERT H. MALOTT

- The books are in the care of **200 E. RANDOLPH - CHICAGO, IL 60601**

Telephone No **312-861-6061**

Fax No

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

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

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

AWAITING ADDITIONAL THIRD PARTY INFORMATION 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	\$	180,312.
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	\$	180,312.
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 **CPA**

Date

Form **8868** (Rev. 1-2014)

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

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

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

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

		Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	MALOTT FAMILY FOUNDATION	36-3680666	
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
	200 EAST RANDOLPH DRIVE		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	CHICAGO, IL 60601		

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
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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.

ROBERT H. MALOTT

- The books are in the care of **200 E. RANDOLPH - CHICAGO, IL 60601**
Telephone No. **312-861-6061** Fax No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

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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	\$	180,312.
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 **CPA**

Date