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

2008

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

For calendar year 2008, or tax year beginning

4/1/2008

, and ending

3/31/2009

G Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>The Thomas Meloy Foundation c/o J. Nussbaum</b>	A Employer identification number <b>52-1116447</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>4 Lafayette Court</b>	Room/suite <b>1B</b>
	City or town, state, and ZIP code <b>Greenwich CT 06830</b>	C If exemption application is pending, check here ► <input type="checkbox"/>
		D 1. Foreign organizations, check here ► <input type="checkbox"/>
		2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ <b>3,699,666</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	(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) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	849	849		
	4 Dividends and interest from securities	176,759	176,759		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-1,228,783			
	b Gross sales price for all assets on line 6a	0			
	7 Capital gain net income (from Part IV, line 2)		-1,177,429		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	-1,051,175	-999,821	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	149,165	149,165		
	14 Other employee salaries and wages	2,044	2,044		
	15 Pension plans, employee benefits	0			
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	4,200	4,200	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest	55,778	55,778		
	18 Taxes (attach schedule) (see page 14 of the instructions)	24,874	24,874	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	2,719			
	22 Printing and publications				
	23 Other expenses (attach schedule)	19,016	19,016	0	0
	24 Total operating and administrative expenses.	257,796	255,077	0	0
Add lines 13 through 23					
25 Contributions, gifts, grants paid	140,000			140,000	
26 Total expenses and disbursements Add lines 24 and 25	397,796	255,077	0	140,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,448,971				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			0		

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	<b>Beginning of year</b>	<b>End of year</b>
			<b>(a) Book Value</b>	<b>(b) Book Value</b>
<b>Assets</b>	1	Cash—non-interest-bearing	190,920	694,704
	2	Savings and temporary cash investments		
	3	Accounts receivable ►	0	
		Less allowance for doubtful accounts ►	0	
	4	Pledges receivable ►	0	
		Less allowance for doubtful accounts ►	0	
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule) ►	0	
		Less allowance for doubtful accounts ►	0	
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10	a Investments—U S and state government obligations (attach schedule)		
		b Investments—corporate stock (attach schedule)	5,722,471	3,769,716
		c Investments—corporate bonds (attach schedule)	0	0
	11	Investments—land, buildings, and equipment basis ►	0	
		Less accumulated depreciation (attach schedule) ►	0	
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)		
	14	Land, buildings, and equipment basis ►	0	
		Less accumulated depreciation (attach schedule) ►	0	
	15	Other assets (describe ►)	0	
	16	<b>Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)</b>	5,913,391	4,464,420
<b>Liabilities</b>	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0
	21	Mortgages and other notes payable (attach schedule)	0	0
	22	Other liabilities (describe ►)	0	0
<b>Net Assets or Fund Balances</b>	23	<b>Total liabilities (add lines 17 through 22)</b>	0	0
		Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>		
		and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted	5,913,391	4,464,420
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>		
		and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	<b>Total net assets or fund balances (see page 17 of the instructions)</b>	5,913,391	4,464,420
	31	<b>Total liabilities and net assets/fund balances (see page 17 of the instructions)</b>	5,913,391	4,464,420

**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	5,913,391
2	Enter amount from Part I, line 27a	2	-1,448,971
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	4,464,420
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	4,464,420

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> See Attached Schedule of Short Term Losses		Purchased	Various	Various
<b>b</b> See Attached Schedule of Long Term Losses		P	Various	Various
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> 0	0	0	<b>-1,177,429</b>	
<b>b</b> 0	0	0	<b>-51,354</b>	
<b>c</b> 0	0	0	<b>0</b>	
<b>d</b> 0	0	0	<b>0</b>	
<b>e</b> 0	0	0	<b>0</b>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
<b>a</b> 0	0	0	<b>0</b>	
<b>b</b> 0	0	0	<b>0</b>	
<b>c</b> 0	0	0	<b>0</b>	
<b>d</b> 0	0	0	<b>0</b>	
<b>e</b> 0	0	0	<b>0</b>	
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	<b>-1,228,783</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 <span style="float: right;">{ }</span>			<b>3</b>	<b>-1,177,429</b>

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	447,300	4,829,947	0.092610
2006	262,000	4,437,425	0.059043
2005	353,544	4,875,750	0.072511
2004	239,150	3,989,250	0.059949
2003	195,000	4,316,073	0.045180

2 Total of line 1, column (d) 2 0.329293

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 0.065859

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 4 5,111,076

5 Multiply line 4 by line 3 5 336,610

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 0

7 Add lines 5 and 6 7 336,610

8 Enter qualifying distributions from Part XII, line 4 8 140,000

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 on page 18

<b>Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>																													
<p>1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1            Date of ruling letter ..... (attach copy of ruling letter if necessary—see instructions)</p> <p>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</p> <p>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p> <p>3 Add lines 1 and 2</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p> <p>5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-</p> <p>6 Credits/Payments</p> <p>a 2008 estimated tax payments and 2007 overpayment credited to 2008</p> <p>b Exempt foreign organizations—tax withheld at source</p> <p>c Tax paid with application for extension of time to file (Form 8868)</p> <p>d Backup withholding erroneously withheld</p> <p>7 Total credits and payments Add lines 6a through 6d</p> <p>8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p> <p>11 Enter the amount of line 10 to be Credited to 2009 estimated tax ► 0 Refunded ► 0</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>1</td><td>0</td></tr> <tr><td>2</td><td>0</td></tr> <tr><td>3</td><td>0</td></tr> <tr><td>4</td><td></td></tr> <tr><td>5</td><td>0</td></tr> <tr><td>6a</td><td>0</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td>0</td></tr> <tr><td>6d</td><td></td></tr> <tr><td>7</td><td>0</td></tr> <tr><td>8</td><td>0</td></tr> <tr><td>9</td><td>0</td></tr> <tr><td>10</td><td>0</td></tr> <tr><td>11</td><td>0</td></tr> </table>	1	0	2	0	3	0	4		5	0	6a	0	6b		6c	0	6d		7	0	8	0	9	0	10	0	11	0
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<b>Part VII-A Statements Regarding Activities</b>																													
<p>1 a 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?</p> <p>b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?</p> <p><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i></p> <p>c Did the foundation file Form 1120-POL for this year?</p> <p>d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year</p> <p>(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____</p> <p>e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____</p> <p>2 Has the foundation engaged in any activities that have not previously been reported to the IRS?</p> <p><i>If "Yes," attach a detailed description of the activities</i></p> <p>3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i></p> <p>4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?</p> <p>b If "Yes," has it filed a tax return on Form 990-T for this year?</p> <p>5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?</p> <p><i>If "Yes," attach the statement required by General Instruction T</i></p> <p>6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either</p> <ul style="list-style-type: none"> <li>● By language in the governing instrument, or</li> <li>● 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?</li> </ul> <p>7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i></p> <p>8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► Washington DC</p> <p>b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i></p> <p>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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i></p> <p>10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i></p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Yes</td><td>No</td></tr> <tr><td>1a</td><td>X</td></tr> <tr><td>1b</td><td>X</td></tr> <tr><td>1c</td><td>X</td></tr> <tr><td>2</td><td>X</td></tr> <tr><td>3</td><td>X</td></tr> <tr><td>4a</td><td>X</td></tr> <tr><td>4b</td><td>N/A</td></tr> <tr><td>5</td><td>X</td></tr> <tr><td>6</td><td>X</td></tr> <tr><td>7</td><td>X</td></tr> <tr><td>8b</td><td>X</td></tr> <tr><td>9</td><td>X</td></tr> <tr><td>10</td><td>X</td></tr> </table>	Yes	No	1a	X	1b	X	1c	X	2	X	3	X	4a	X	4b	N/A	5	X	6	X	7	X	8b	X	9	X	10	X
Yes	No																												
1a	X																												
1b	X																												
1c	X																												
2	X																												
3	X																												
4a	X																												
4b	N/A																												
5	X																												
6	X																												
7	X																												
8b	X																												
9	X																												
10	X																												

**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 page 20 of the instructions) 11  X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12  X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13  X

Website address ►

14 The books are in care of ► Telephone no ►

Located at ► ZIP+4 ►

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

**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? <span style="float: right;">1a <input type="checkbox"/> X</span>	<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? <span style="float: right;">1a <input type="checkbox"/> X</span>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;">1a <input type="checkbox"/> X</span>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;">1a <input type="checkbox"/> X</span>	<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)? <span style="float: right;">1a <input type="checkbox"/> X</span>	<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) <span style="float: right;">1a <input type="checkbox"/> X</span>	<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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <span style="float: right;">1b <input type="checkbox"/> X</span>		
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 2008? <span style="float: right;">1c <input type="checkbox"/> X</span>		
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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <span style="float: right;">2a <input type="checkbox"/> X</span>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions) <span style="float: right;">2b <input type="checkbox"/> X</span>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;">3a <input type="checkbox"/> X</span>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2008 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 2008) <span style="float: right;">3b <input type="checkbox"/> X</span>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <span style="float: right;">4a <input type="checkbox"/> X</span>		
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 2008? <span style="float: right;">4b <input type="checkbox"/> X</span>		

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>	5b	X
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? <i>If "Yes," attach the statement required by Regulations section 53 4945–5(d)</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7a	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If you answered "Yes" to 6b, also file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule	.00	149,165	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

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

<b>Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)</b>		
<b>3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."</b>		
<b>(a) Name and address of each person paid more than \$50,000</b>	<b>(b) Type of service</b>	<b>(c) Compensation</b>
NONE		0
		0
		0
		0
		0
		0
<b>Total number of others receiving over \$50,000 for professional services</b>		► 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	See Direct List of Charities Supported	
2		
3		
4		

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
3	All other program-related investments. See page 24 of the instructions	0
<b>Total. Add lines 1 through 3</b>		► 0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	5,188,910
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,188,910
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,188,910
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	77,834
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,111,076
6	Minimum investment return. Enter 5% of line 5	6	255,554

**Part XI Distributable Amount** (see page 25 of the 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	255,554
2a	Tax on investment income for 2008 from Part VI, line 5	2a	0
b	Income tax for 2008 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1	3	255,554
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	255,554
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	255,554

**Part XII Qualifying Distributions** (see page 25 of the 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	140,000
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	140,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,000

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				255,554
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	139,750			
e From 2007	223,292			
f Total of lines 3a through e	363,042			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 140,000				
a Applied to 2007, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2008 distributable amount	0			140,000
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	115,554			115,554
6 Enter the net total of each column as indicated below:	247,488			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(y)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	247,488			
10 Analysis of line 9				
a Excess from 2004	0			
b Excess from 2005	0			
c Excess from 2006	24,196			
d Excess from 2007	223,292			
e Excess from 2008	0			



**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				140,000
See Attached Schedule				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
<b>Total</b>			► 3a	140,000
<b>b Approved for future payment</b>				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue</b>					
a	0		0	0	0
b	0		0	0	0
c	0		0	0	0
d	0		0	0	0
e	0		0	0	0
f	0		0	0	0
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>			14	177,608	
<b>4 Dividends and interest from securities</b>					
<b>5 Net rental income or (loss) from real estate.</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>				-1,228,783	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue</b>	a	0	0	0	0
b	0		0	0	0
c	0		0	0	0
d	0		0	0	0
e	0		0	0	0
<b>12 Subtotal. Add columns (b), (d), and (e)</b>		0		-1,051,175	
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>			13		-1,051,175

(See worksheet in line 13 instructions on page 28 to verify calculations )



**THE THOMAS MELOY FOUNDATION  
SCHEDULE OF INVESTMENTS  
FORM 990 PF  
F/Y/E MARCH 31, 2009**

**EIN#52-1116447**

**Page 1, Part 1, Line 13**

**Other Expenses**

Archive Project For Foundation Records	\$17,391
Bank Fees	124
Office Expense	<u>1,501</u>
<b>Total</b>	<b><u>\$19,016</u></b>

**Page 2, Part II, Line 13**  
**Schedule of Investments**

<b>Beginning of Year</b>	<b>End of Year</b>
April 1, 2008	March 31, 2009

	<u>Cost</u>	<u>Cost</u>	<u>Market</u>
Cash in Money Market Schwab	\$546,049	\$0	\$0
Investment in Fidelity	1,966,985	0	0
Investment in Lone Spruce, LP	<u>3,209,437</u>	<u>3,769,716</u>	<u>3,004,962</u>
<b>Total as Reported</b>	<b><u>\$5,722,471</u></b>	<b><u>\$3,769,716</u></b>	<b><u>\$3,004,962</u></b>

**The Thomas Meloy Foundation,  
Inc.**

**Schedules To Form 990PF  
F/Y/E March 31, 2009**

**EIN# 94-1687665**

<b><u>Ssecurity Description</u></b>	<b><u>Date Sold</u></b>	<b><u>Date Purchased</u></b>	<b><u>Amount Sold</u></b>	<b><u>Amount Purchased</u></b>	<b><u>Net Gain (Loss)</u></b>
-------------------------------------	-----------------------------	----------------------------------	-------------------------------	------------------------------------	-----------------------------------

**Short Term**

Short Term Gain from Lone Pine K-1					513,115
7185 sh CME Group	11/20/08	05/08/08	2,090,418	3,109,940	(1,019,522)
14000 sh Goldman Sachs Group	09/22/08	09/18/08	1,819,982	1,596,008	223,974
134351 sh Sandridge Energy (Wash Sale)	09/22/08	11/26/08	2,766,428	2,766,428	0
10000 sh Sandridge Energy	02/12/09	01/10/09	76,247	275,868	(199,621)
105000 sh Sandridge Energy	03/31/09	07/08/57	471,689	1,167,064	(695,375)

**Total Short Term Loss** (1,177,429)

**Long Term**

Long Term Loss from Lone Pine K-1 (51,354)

**Total Long Term Loss** (51,354)

THE THOMAS MELOY FOUNDATION  
FORM 990 PF  
F/Y/E MARCH 31, 2009

EIN#52-1116447

**Part VIII, Line 1**  
List of Officers, Directors & Trustees

<u>Name &amp; Address</u>	<u>Title &amp; Time</u>	<u>Compensation</u>	<u>Contribution To Employee Benefit Plan</u>
Consuelo M. Nussbaum 27 Blueberry Lane Darien, CT 06820	Pres/Director Part	None	None
Thomas Stuart Meloy Rte 4, Box 332 Mocksville, NC 27028	Director Part	None	None
Lise L. Nussbaum O'Haire 1140 Northmoore Ct.NW Atlanta, GA 30327	Director Part	None	None
John S. Nussbaum 4 Lafayette Court 1B Greenwich, CT 06830	Director/Treas Part	\$149,165	None

**The Thomas Meloy Foundation, Inc.****Schedules To Form 990PF**

F/Y/E 3/31/09

**EIN# 52-1116447****Schedule XV - Grants and Contributions Paid**

<u>Name and Address</u>	<u>Relationship to Donor</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AGAPE Atlanta, GA	Foundation	Exempt	Unrestricted	\$5,000
CT Food Banks New Haven, CT	Foundaion	Exempt	Unrestricted	7,000
Deerfield Academy Deerfield, MA	Prep School	Exempt	Unrestricted	20,000
Gloriae Deiarts Foundation Orleans, MA	Foundation	Exempt	Unrestricted	2,000
Junior Achievement New Haven, CT	Foundation	Exempt	Unrestricted	2,000
Long Wharf Theatre New Haven, CT	Threater Group	Exempt	Unrestricted	12,000
Lockwood Matthews Mansion Norwalk, CT	Museum	Exempt	Unrestricted	1,000
Miami University Miami, Ohio	University	Exempt	Unrestricted	20,000
National Wildlife Refuge New York, NY	Foundation	Exempt	Unrestricted	10,000
New York Ciy Rescue Mission New York, NY	Foundation	Exempt	Unrestricted	1,000
Patrons of New Haven Public Library New Haven, CT	Foundation	Exempt	Unrestricted	10,000
Project LEAP New Haven, CT	Foundation	Exempt	Unrestricted	25,000
SWEBOP Blacksberg, VA	University	Exempt	Unrestricted	5,000
Vassar College Poughkeepsie , NY	University	Exempt	Unrestricted	<u>20,000</u>
<b>Total Per Schedule</b>				<b><u>\$140,000</u></b>

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

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

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

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization The Thomas Meloy Foundation/c/o John Nussbaum	Employer identification number 52-1116447
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. 4 Lafayette Court 1B	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Greenwich,	CT 06830

**Check type of return to be filed** (file a separate application for each return):

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► John Nussbaum 4 Lafayette Court 1B Greenwich CT 06830

Telephone No ► 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 will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for
  - calendar year \_\_\_\_\_ or
  - tax year beginning 4/1/2008, and ending 3/31/2009
- 2 If this tax year is for less than 12 months, check reason  Initial return  Final return  Change in accounting period

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

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

- 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).

<b>Type or print</b> File by the extended due date for filing the return. See instructions.	Name of Exempt Organization <b>The Thomas Meloy Foundation/c/o John Nussbaum</b>		Employer identification number <b>52-1116447</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>227 Church Street, Apt PH2</b>		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>New Haven, CT 06510</b>		
	CT	06830	

**Check type of return to be filed (File a separate application for each return):**

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

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

- The books are in the care of ► John Nussbaum 227 Church Street, Apt PH2 New Haven CT 06510.....  
Telephone No ► 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 2/15/2010.  
5 For calendar year \_\_\_\_\_, or other tax year beginning 4/1/2008, and ending 3/31/2009.  
6 If this tax year 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. More time is requested to acquire all information needed to complete  
and file an accurate return.

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

## Signature and Verification

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 ► R. A. De Finis et CAA ► Outside CPA Firm Date ► 8/13/09  
Form 8868 (Rev. 4-2009)