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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning JUL 1, 2011, and ending JUN 30, 2012

Name of foundation GILROY AND LILLIAN P. ROBERTS CHARITABLE FOUNDATION		A Employer identification number 23-2219044
Number and street (or P O box number if mail is not delivered to street address) C/O ST CLAIR CPAS, 101 WEST ELM STREET	Room/suite 500	B Telephone number (610) 862-1998
City or town, state, and ZIP code CONSHOHOCKEN, PA 19428		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,399,618.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		866.	866.		STATEMENT 1
4 Dividends and interest from securities		344,887.	344,887.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		275,372.			
b Gross sales price for all assets on line 6a		1,925,824.			
7 Capital gain net income (from Part IV, line 2)			275,372.		
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		-13,235.	-13,235.		STATEMENT 3
12 Total. Add lines 1 through 11		607,890.	607,890.		
13 Compensation of officers, directors, trustees, etc		38,000.	0.		38,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		6,964.	0.		6,964.
16a Legal fees STMT 4		1,800.	0.		1,800.
b Accounting fees STMT 5		8,750.	4,375.		4,375.
c Other professional fees STMT 6		30,541.	30,541.		0.
17 Interest					
18 Taxes STMT 7		25,464.	1.		0.
19 Depreciation and depletion					
20 Occupancy		3,000.	0.		3,000.
21 Travel, conferences, and meetings		4,685.	0.		4,685.
22 Printing and publications					
23 Other expenses STMT 8		2,066.	603.		1,420.
24 Total operating and administrative expenses. Add lines 13 through 23		121,270.	35,520.		60,244.
25 Contributions, gifts, grants paid		278,712.			278,712.
26 Total expenses and disbursements. Add lines 24 and 25		399,982.	35,520.		338,956.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		207,908.			
b Net investment income (if negative, enter -0-)			572,370.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,087,193.	2,732,176.	2,732,176.
	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 9	5,835,075.	5,417,229.	6,527,520.
	c Investments - corporate bonds STMT 10	2,109,001.	2,089,772.	2,139,922.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	10,031,269.	10,239,177.	11,399,618.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,031,269.	10,239,177.	
30 Total net assets or fund balances	10,031,269.	10,239,177.		
31 Total liabilities and net assets/fund balances	10,031,269.	10,239,177.		

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	10,031,269.
2 Enter amount from Part I, line 27a	2	207,908.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,239,177.
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	10,239,177.

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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 1,925,824.		1,650,452.	275,372.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			275,372.

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	275,372.
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 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))
2010	484,724.	10,785,625.	.044942
2009	498,668.	10,257,947.	.048613
2008	627,157.	11,004,584.	.056991
2007	425,959.	13,161,940.	.032363
2006	665,159.	13,080,495.	.050851

2 Total of line 1, column (d)	2	.233760
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	.046752
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,563,904.
5 Multiply line 4 by line 3	5	493,884.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,724.
7 Add lines 5 and 6	7	499,608.
8 Enter qualifying distributions from Part XII, line 4	8	338,956.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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		1	11,447.
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	11,447.
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	11,447.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,600.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	13,600.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,153.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 2,153. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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	2		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	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA			
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	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► THROUGH ASSOCIATION OF SMALL FOUNDATIONS	13	X	
14 The books are in care of ► ST. CLAIR, CPAS Telephone no. ► 610-862-1998 Located at ► 101 WEST ELM STREET, SUITE 500, CONSHOHOCKEN, PA ZIP+4 ► 19428			
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 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A	
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2011 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 2011) 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 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		38,000.	0.	4,000.

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	0
---	---

Expenses

Amount

Total. Add lines 1 through 3	0.
-------------------------------------	----

**GILROY AND LILLIAN P. ROBERTS
CHARITABLE FOUNDATION**

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	8,314,801.
b Average of monthly cash balances	1b	2,409,975.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	10,724,776.
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	10,724,776.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	160,872.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,563,904.
6 Minimum investment return. Enter 5% of line 5	6	528,195.

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	528,195.
2a Tax on investment income for 2011 from Part VI, line 5	2a	11,447.	
b Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	11,447.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	516,748.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	516,748.	
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	516,748.	

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	338,956.
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	338,956.
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	338,956.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				516,748.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			140,194.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 338,956.				
a Applied to 2010, but not more than line 2a			140,194.	
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 2011 distributable amount				198,762.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				317,986.
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 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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 of the person to whom applications should be addressed:

STANLEY MERVES, 610-862-1998
101 WEST ELM STREET, SUITE 500, CONSHOHOCKEN, PA 19428

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

APPLICANTS OWN LETTER DESCRIBING CHARITABLE OR EXEMPT PURPOSE.

c Any submission deadlines:

NONE

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

NO RESTRICTIONS OTHER THAN CHARITY MUST QUALIFY AS EXEMPT UNDER IRC SECTION 501(C)3.

GILROY AND LILLIAN P. ROBERTS
CHARITABLE FOUNDATION

Form 990-PF (2011)

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED	NONE			278,685.
CONTRIBUTIONS - PARTNERSHIP	NONE			27.
Total			3a	278,712.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	866.		
4 Dividends and interest from securities			14	344,887.		
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	211110	-13,235.				
8 Gain or (loss) from sales of assets other than inventory			18	275,372.		
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)		-13,235.		621,125.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	607,890.

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

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee <u>Stanley merces</u>		Date <u>10/25/12</u>	Title <u>TRUSTEE</u>	
Paid Preparer Use Only	Print/Type preparer's name ALAN B GUBERNICK, CPA	Preparer's signature <u>[Signature]</u>	Date <u>10/25/12</u>	Check <input type="checkbox"/> if self-employed	PTIN P00445286
	Firm's name ▶ ST. CLAIR CPAS, P.C.			Firm's EIN ▶ 23-2653765	
	Firm's address ▶ 101 W. ELM STREET, STE 500 CONSHOHOCKEN, PA 19428			Phone no. 610-8621998	

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	12800 SHARES OF ALTRIA GROUP INC	P	VARIOUS	04/17/12
b	2350 SHARES OF PHILLIPS 66	P	VARIOUS	05/31/12
c	7500 SHARES OF SYSCO CORP COM	P	VARIOUS	04/17/12
d	7300 SHARES OF TOTAL FINA ELF SA SPONSORED ADR	P	VARIOUS	04/17/12
e	100000 MORGAN STANLEY 6.60%	P	09/20/10	04/01/12
f	2500 SHARES OF V F CORP	P	09/15/10	09/29/11
g	3630 SHARES DPL INC	P	01/08/10	11/29/11
h	200,000 GENERAL MOTORS ACCEPT /ALLY FINANCIAL INC	P	09/20/10	09/15/11
i	20,000 BANK AMERICA CORP	P	09/30/97	10/15/11
j	NET 1321 GAIN - PARTNERSHIP	P	VARIOUS	12/31/11
k	NET LONG TERM CAP GAIN	P	VARIOUS	12/31/11
l	NET SHORT TERM CAP GAIN	P	VARIOUS	12/31/11
m	100,000 US STEEL CORP	P	01/07/09	04/16/12
n	400 SHARES HOME DEPOT	P	VARIOUS	06/25/12
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 401,092.		296,392.	104,700.
b 70,503.		62,773.	7,730.
c 224,606.		215,769.	8,837.
d 357,890.		363,396.	-5,506.
e 100,000.		107,750.	-7,750.
f 313,504.		188,390.	125,114.
g 108,900.		100,987.	7,913.
h 200,000.		196,878.	3,122.
i 20,000.		19,973.	27.
j 2,305.			2,305.
k 5.			5.
l 7.			7.
m 105,936.		85,780.	20,156.
n 21,076.		12,364.	8,712.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			104,700.
b			7,730.
c			8,837.
d			-5,506.
e			-7,750.
f			125,114.
g			7,913.
h			3,122.
i			27.
j			2,305.
k			5.
l			7.
m			20,156.
n			8,712.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	275,372.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
INTEREST	866.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	866.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - STOCKS & MUTUAL FUNDS	225,498.	0.	225,498.
INTEREST - CORP BONDS	119,384.	0.	119,384.
INTEREST - PARTNERSHIP	5.	0.	5.
TOTAL TO FM 990-PF, PART I, LN 4	344,887.	0.	344,887.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS - FERRELLGAS	-12,418.	-12,418.	
RENTAL REAL ESTATE INCOME - FERRELLGAS	1,192.	1,192.	
SECTION 743(B) LOSS	-2,009.	-2,009.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-13,235.	-13,235.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	1,800.	0.		1,800.	
TO FM 990-PF, PG 1, LN 16A	1,800.	0.		1,800.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	8,750.	4,375.		4,375.	
TO FORM 990-PF, PG 1, LN 16B	8,750.	4,375.		4,375.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	30,541.	30,541.		0.	
TO FORM 990-PF, PG 1, LN 16C	30,541.	30,541.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	25,463.	0.		0.	
FOREIGN TAX	1.	1.		0.	
TO FORM 990-PF, PG 1, LN 18	25,464.	1.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AMORTIZATION	603.	603.		0.	
DUES AND SUBSCRIPTIONS	695.	0.		695.	
NON DEDUCTIBLE EXPENSES - PARTNERSHIP	43.	0.		0.	
INSURANCE	725.	0.		725.	
TO FORM 990-PF, PG 1, LN 23	2,066.	603.		1,420.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
STOCKS -SEE SCHEDULE	5,417,229.	6,527,520.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,417,229.	6,527,520.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORP BONDS -SEE SCHEDULE	2,089,772.	2,139,922.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,089,772.	2,139,922.		

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER G. ARADER 101 WEST ELM STREET, SUITE 500 CONSHOHOCKEN, PA 19428	TRUSTEE 0.50	0.	0.	0.
AUDREY MERVES 101 WEST ELM STREET, SUITE 500 CONSHOHOCKEN, PA 19428	TRUSTEE 0.50	0.	0.	0.
JENNIFER M. ROBBINS 101 WEST ELM STREET, SUITE 500 CONSHOHOCKEN, PA 19428	TRUSTEE 0.50	0.	0.	0.
STANLEY MERVES 101 WEST ELM STREET, SUITE 500 CONSHOHOCKEN, PA 19428	TRUSTEE 10.00	38,000.	0.	4,000.
JOHN T. ROBERTS 101 WEST ELM STREET, SUITE 500 CONSHOHOCKEN, PA 19428	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		38,000.	0.	4,000.

Gilroy and Lillian Roberts Charitable Foundation

EIN: 23-2219044

June 30, 2012

FORM 990-PF

Page 2, Part II, Line 10b - Investments - Corporate Stock

			Beginning of Year a) Book Value	End of Year b) Book Value	c) Fair Market Value
1,300	Shares	Air Prods & Chems Inc	113,607 97	113,607 97	104,949 00
12,800	Shares	Altria Group Inc	296,391 72	-	-
4,000	Shares	ASA Limited	70,761 61	70,761 60	89,160 00
2,500	Shares	AT&T Inc	69,770 00	69,770 00	89,150 00
500	Shares	Bristol Myers Squibb Co	12,774 95	12,774 95	17,975 00
4,700	Shares	Conocophillips	261,849 53	199,077 13	262,636 00
2,200	Shares	Consolidated Edison Inc	58,940 88	117,160 78	136,818 00
3,630	Shares	DPL Inc	100,987 00	-	-
4,000	Shares	Dupont E I De Nemours & Co	179,574 60	179,574 60	202,280 00
2,100	Shares	Eaton Corp	19,109 98	100,450 98	83,223 00
1,200	Shares	Exelon Corp Com	50,023 88	50,023 88	45,144 00
4,608	Shares	Ferrell Gas Properties Ltd Partnership	76,529 30	56,329 30	86,952 96
5,000	Shares	General Electric Co Com	40,900 00	98,890 00	104,200 00
3,500	Shares	Genuine Parts Co	151,919 70	151,919 70	210,875 00
6,300	Shares	Glaxosmithkline PC	246,827 68	246,827 68	287,091 00
6,300	Shares	Heinz H J Co	-	325,786 86	342,594 00
400	Shares	Home Depot Inc	12,363 96	-	-
9,500	Shares	Intel Corp	174,510 40	174,510 40	253,175 00
6,000	Shares	Ishares Silver Trust	100,560 00	100,560 00	159,900 00
1,200	Shares	Johnson & Johnson Com	-	76,958 90	81,072 00
3,000	Shares	JPMorgan Chase & Co	126,489 80	126,489 80	107,190 00
5,000	Shares	JPMorgan Alerian MLP Index	164,396 00	164,396 00	193,800 00
4,400	Shares	Kimberly Clark Corp	286,176 01	286,176 01	368,588 00
6,000	Shares	Kayne Anderson MLP Investment Company	154,494 00	154,494 00	184,620 00
7,100	Shares	Kraft Foods Inc	218,141 49	218,141 49	274,202 00
1,500	Shares	Lilly Eli & Co	51,874 00	51,874 00	64,365 00
10,000	Shares	Merck & Co Inc	353,829 60	353,829 60	417,500 00
7,000	Shares	Microsoft Corp Com	145,228 20	177,893 70	214,130 00
9,000	Shares	NYSE Euronext	272,375 50	272,375 50	230,220 00
1,000	Shares	Pepsico Inc	-	66,579 90	70,660 00
5,800	Shares	Royal Dutch Shell PLC	334,026 00	334,026 00	391,094 00
5,800	Shares	Sanofi-Aventis ADR	-	62,980 85	64,226 00
5,000	Shares	SPDR Gold Trust ETF	457,216 81	457,216 81	775,950 00
7,500	Shares	Sysco Corp	215,769 25	-	-
7,300	Shares	Total Fina Elf SA Sponsered ADR	363,396 39	-	-
1,000	Shares	United Parcel Service	-	79,901 90	78,760 00
2,500	Shares	VF Communications Inc	188,390 00	-	-
4,500	Shares	Verizon Communications Inc	139,634 80	139,634 80	199,980 00
3,000	Shares	Vodafone Group PLC Sponsored ADR New	70,168 58	70,168 58	84,540 00
7,500	Shares	Waste Management Inc Del	256,065 75	256,065 75	250,500 00
			\$ 5,835,075 34	\$ 5,417,229 42	\$ 6,527,519 96

Gilroy and Lillian Roberts Charitable Foundation

EIN: 23-2219044

June 30, 2012

FORM 990-PF

Page 2, Part II, Line 10c - Investments - Corporate Bonds

		Beginning of Year	End of Year	c) Fair Market
		a) Book Value	b) Book Value	Value
200,000	Ally Financial Inc. 6.875%	196,878.00	-	-
270,000	Amerigas Finance LLC	-	273,712.50	278,100.00
155,000	AT&T 4.85%	172,600.25	172,600.25	165,115.30
20,000	Bankamerica Corporation 7.125%	19,976.50	-	-
100,000	Chesapeake Energy Corp 7.625%	87,287.50	87,287.50	103,125.00
125,000	Dupont El Nemour 1.95%	124,901.25	124,901.25	129,322.50
100,000	Edison Mission Energy Sr Notes 7.5%	93,875.00	93,875.00	61,000.00
150,000	Home Depot 5.25%	166,881.00	166,881.00	159,999.00
100,000	Morgan Stanley 6.60%	107,749.80	-	-
100,000	Montgomery County PA 5.05%	106,417.00	106,417.00	113,386.00
100,000	New Hampshire ST Bab 3.75%	99,125.00	99,125.00	107,153.00
66,761	Northwest Air 6.264%	-	67,261.95	68,096.45
50,000	Penn Virginia Resource 8.375%	-	50,000.00	50,750.00
250,000	PNC Funding Corp 3.625%	264,585.00	264,585.00	265,527.50
100,000	Royal Bank of Scotland Global Notes 5.0%	90,600.00	90,600.00	100,379.00
100,000	Ryder System Inc Medium Term 6.0%	87,030.00	87,030.00	102,930.00
100,000	Tesoro Corp Senior Notes Ser B 6.625%	92,625.00	92,625.00	102,000.00
100,000	Time Warner 9.125%	106,211.50	105,612.50	110,407.48
100,000	US Steel Corp 5.65%	85,000.00	-	-
100,000	Wilmington Trust Corp Sub Notes 8.500%	99,125.00	99,125.00	119,133.00
100,000	Wisconsin ST Gen Rev Ser-A 4.80%	108,133.00	108,133.00	103,498.00
		<u>\$ 2,109,000.80</u>	<u>\$ 2,089,771.95</u>	<u>\$ 2,139,922.23</u>

Gilroy and Lillian Roberts Charitable Foundation
 EIN: 23-2219044
 Contributions Paid
 FORM 990-PF
 June 30, 2012

ORGANIZATION	FUND STATUS	PURPOSE OF GRANT	AMOUNT	DATE
Abramson Center for Jewish Life North Wales, PA	PUBLIC	CHARITABLE	5,000.00	4/17/2012
Academy of Natural Science Philadelphia, PA	PUBLIC	EDUCATIONAL	1,000.00	5/10/2012
AICPA - Benevolent Fund Durham, NC	PUBLIC	EDUCATIONAL	50.00	7/19/2011
Alzheimer's Association Chicago, IL	PUBLIC	SCIENTIFIC	500.00	2/22/2012
American Civil Rights Union Washington, DC	PUBLIC	CHARITABLE	200.00	9/30/2011
American Jewish Committee New York, NY	PUBLIC	CHARITABLE	100.00	11/29/2011
American Philosophical Society Philadelphia, PA	PUBLIC	EDUCATIONAL	1,500.00	3/29/2012
Arthritis Foundation Philadelphia, PA	PUBLIC	SCIENTIFIC	200.00	7/29/2011
Athenaeum of Philadelphia Philadelphia, PA	PUBLIC	CHARITABLE	200.00	2/15/2012
Bill of Rights Institute Washington D.C.	PUBLIC	EDUCATIONAL	100.00	9/30/2011
Bryn Mawr Hospital Foundation Bryn Mawr, PA	PUBLIC	CHARITABLE	25,000.00	3/28/2012
CAMERA Boston, MA	PUBLIC	EDUCATIONAL	250.00	9/30/2011
Commonwealth Foundation Harrisburg, PA	PUBLIC	CHARITABLE	100.00	2/15/2012
Community College Foundation Philadelphia, PA	PUBLIC	CHARITABLE	500,000.00	2/1/2012
Devon Horse Show Foundation Devon, PA	PUBLIC	CHARITABLE	50.00	4/17/2012
Eldernet of Lower Merion & Narberth Bryn Mawr, PA	PUBLIC	CHARITABLE	1,000.00	3/17/2012
Epilepsy Foundation of Eastern PA Philadelphia, PA	PUBLIC	SCIENTIFIC	125.00	11/8/2011

Gilroy and Lillian Roberts Charitable Foundation
EIN: 23-2219044
Contributions Paid
FORM 990-PF
June 30, 2012

ORGANIZATION	FUND STATUS	PURPOSE OF GRANT	AMOUNT	DATE
Federation Housing, Inc. Philadelphia, PA	PUBLIC	CHARTIABLE	1,000.00	4/30/2012
Female Hebrew Benevolent Society Philadelphia, PA	PUBLIC	RELIGIOUS	4,500.00	4/30/2012
Franklin Institute Philadelphia, PA	PUBLIC	EDUCATIONAL	4,000.00	2/27/2012
Freedom Works Foundation Washington, DC	PUBLIC	EDUCATIONAL	200.00	3/22/2012
Habitat for Humanity Philadelphia, PA	PUBLIC	CHARITABLE	50.00	10/4/2011
Harriton Association Bryn Mawr, PA	PUBLIC	CHARITABLE	21,000.00	2/17/2012
Heritage Foundation Washington, DC	PUBLIC	CHARITABLE	100.00	10/19/2011
Hillel Of Greater Philadelphia Philadelphia, PA	PUBLIC	RELIGIOUS	6,500.00	4/30/2012
Jewish Family and Childrens Service Philadelphia, PA	PUBLIC	CHARITABLE	5,000.00	4/30/2012
Jewish Federation of Greater Philadelphia Philadelphia, PA	PUBLIC	CHARITABLE	5,000.00	4/30/2012
Jewish Learning Venture Philadelphia, PA	PUBLIC	CHARITABLE	1,000.00	4/30/2012
Jewish Relief Agency Philadelphia, PA	PUBLIC	CHARITABLE	1,000.00	4/30/2012
Jewish Sports Hall of Fame Philadelphia, PA	PUBLIC	CHARTIABLE	1,000.00	4/30/2012
Judicial Watch Washington, DC	PUBLIC	EDUCATIONAL	100.00	9/15/2011
Law Enforcement Legal Defense Fund Arlington, VA	PUBLIC	EDUCATIONAL	100.00	10/19/2011
Leadership Institute Arlington, VA	PUBLIC	EDUCATIONAL	100.00	9/26/2011
Leukemia & Lymphoma Research White Plains, NY	PUBLIC	SCIENTIFIC	100.00	4/8/2012

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ORGANIZATION	FUND STATUS	PURPOSE OF GRANT	AMOUNT	DATE
Library Company Philadelphia, PA	PUBLIC	EDUCATIONAL	1,000.00	4/16/2012
Free Library of Philadelphia Philadelphia, PA	PUBLIC	EDUCATIONAL	1,000.00	9/9/2011
Litvaksig, Inc. York, PA	PUBLIC	EDUCATIONAL	500.00	8/4/2011
Lower Merion Police & Pension Fund Ardmore, PA	PUBLIC	CHARITABLE	150.00	11/8/2011
Macular Degeneration Research Clarksburg, MD	PUBLIC	SCIENTIFIC	100.00 100.00	11/29/2011 4/4/2012
MANNA Philadelphia, PA	PUBLIC	CHARITABLE	500.00	4/1/2012
Masonic Charities Elizabethtown, PA	PUBLIC	RELIGIOUS	100.00	11/15/2011
Merion Fire Company of Ardmore Ardmore, PA	PUBLIC	CHARITABLE	500.00	10/19/2011
National Legal and Policy Center Falls Church, VA	PUBLIC	EDUCATIONAL	100.00	8/12/2011
National Center Public Policy Research Washington, DC	PUBLIC	EDUCATIONAL	100.00	1/11/2012
Newtown Square Fire Co., #1 Newtown Square, PA	PUBLIC	CHARITABLE	200.00	8/31/2011
PA Academy of the Fine Arts Philadelphia, PA	PUBLIC	EDUCATIONAL	20,000.00	2/27/2012
Philabundance Philadelphia, PA	PUBLIC	CHARITABLE	500.00	11/23/2011
Philadelphia Foundation - Bloom Scholarship Philadelphia, PA	PUBLIC	EDUCATIONAL	5,000.00	3/22/2012
PICPA Philadelphia, PA	PUBLIC	EDUCATIONAL	60.00	4/24/2012
Radio America Washington, DC	PUBLIC	EDUCATIONAL	100.00	10/14/2011
Salvation Army Philadelphia, PA	PUBLIC	CHARITABLE	1,000.00	11/23/2011

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Scheie Eye Institute Philadelphia, PA	PUBLIC	SCIENTIFIC	3,000.00	4/1/2012
Southeastern Legal Foundation Marietta, Georgia	PUBLIC	LEGAL	100.00	3/22/2012
Special Olympics - PA Norristown, PA	PUBLIC	CHARITABLE	100.00	9/9/2011
Tax Foundation Washington, DC	PUBLIC	EDUCATIONAL	200.00	3/20/2012
Temple University - Athletics Philadelphia, PA	PUBLIC	EDUCATIONAL	25,000.00	5/17/2012
Temple University - Fox School of Business Philadelphia, PA	PUBLIC	EDUCATIONAL	30,000.00	4/1/2012
The Abraham Lincoln Foundation of the Union League of Philadelphia Philadelphia, PA	PUBLIC	CHARITABLE	2,000.00	4/27/2012
The Philadelphia Committee to End Homelessness New York, NY	PUBLIC	CHARITABLE	200.00	5/2/2012
United Way of S.E. Pennsylvania Philadelphia, PA	PUBLIC	CHARITABLE	10,000.00	2/27/2012
University of Pennsylvania-Trustees Philadelphia, PA	PUBLIC	EDUCATIONAL	1,000.00	4/30/2012
U.S. Olympic Committee Colorado Springs, CO	PUBLIC	CHARITABLE	100.00	8/17/2011
Vanguard Charitable Endowment Program Malvern, PA	PUBLIC	CHARITABLE	140,000.00	9/9/2011
Volunteer Medical Service Lower Merion, PA	PUBLIC	CHARITABLE	500.00	11/29/2011
Youth Work Foundation Philadelphia, PA	PUBLIC	CHARITABLE	250.00	11/15/2011
Zionist Organization of America Philadelphia, PA	PUBLIC	CHARITABLE	100.00	8/3/2011
Temple University - Returned Contributions Philadelphia, PA	PUBLIC	EDUCATION	-551,000.00	11/30/2011
			<u>\$ 278,685.00</u>	