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

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

OMB No 1545-0052

2011**For calendar year 2011 or tax year beginning** December 1 , 2011, and ending November 30 , 20 12

Name of foundation The Rorer Foundation, Inc		A Employer identification number 51-6017981
Number and street (or P O box number if mail is not delivered to street address) 761 Newtown Road	Room/suite	B Telephone number (see instructions) 610-688-4626
City or town, state, and ZIP code Villanova, PA 19085-1027		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,944,889	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		

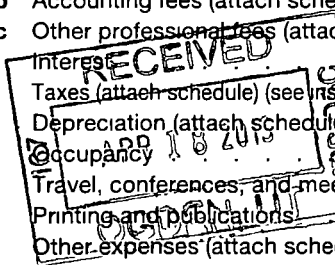
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	107	94		
	4 Dividends and interest from securities	233431	233431		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	436484			
	b Gross sales price for all assets on line 6a	3649976			
	7 Capital gain net income (from Part IV, line 2)		436484		
	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) (attach schedule)					
11 Other income (attach schedule)	117				
12 Total. Add lines 1 through 11	670139	670009			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	22986	22702	284	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	12712	12687	25	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	257	257		
	24 Total operating and administrative expenses. Add lines 13 through 23				
	25 Contributions, gifts, grants paid	433000			433000
26 Total expenses and disbursements. Add lines 24 and 25	468955	35646		433309	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	201184				
b Net investment income (if negative, enter -0-)		634363			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2011)

SCANNED APR 24 2013



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	10951	8871	8871
	2	Savings and temporary cash investments	523433	788419	788419
	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 (attach schedule) (see instructions) . .			
	7	Other notes and loans receivable (attach schedule) ▶ 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 (attach schedule)	417613	260425	265332
	b	Investments—corporate stock (attach schedule)	4821150	5035224	6282247
	c	Investments—corporate bonds (attach schedule)	1605211	1485118	1600020
	11	Investments—land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	7378358	7578057	8944889
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . .			
	22	Other liabilities (describe ▶ Taxes Payable)	3887	2674	
	23	Total liabilities (add lines 17 through 22)	3887	2674	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here . . ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	7374471	7575383	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions) . . .	7374471	7575383	
	31	Total liabilities and net assets/fund balances (see instructions)	7378358	7578057	

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	7374471
2	Enter amount from Part I, line 27a	2	201184
3	Other increases not included in line 2 (itemize) ▶ rounding	3	61
4	Add lines 1, 2, and 3	4	7575716
5	Decreases not included in line 2 (itemize) ▶ return of capital	5	333
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . .	6	7575383

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 See attached schedule				
b Short term		purchase	various	various
c Long Term		purchase	various	various
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 1684289		1855550	-171261	
c 1965687		1357942	607745	
d				
e				
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			-171261	
c			607745	
d				
e				
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	436484
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) (see instructions). If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	402480	8858943	0 0454
2009	372347	8069306	0 0461
2008	480492	7847881	0 0612
2007	520438	9817047	0 0530
2006	472306	10504470	0 0450
2 Total of line 1, column (d)			2 0.2507
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 0501
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 8873979
5 Multiply line 4 by line 3			5 444586
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6344
7 Add lines 5 and 6			7 450930
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 433309

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	12687	
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	12687	
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	12687	
6	Credits/Payments.			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	10013	
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	10013	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	2674	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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)? <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>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		✓
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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
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>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Delaware		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

Part VII-A Statements Regarding Activities (continued)

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► <u>www.Guldestar.org</u>				
14	The books are in care of ► <u>Gerald B Rorer</u>	Telephone no. ►	<u>610-688-4626</u>	
	Located at ► <u>761 Newtown Road, Villanova, PA</u>	ZIP+4 ►	<u>19085-1027</u>	
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		
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►			✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here		► ☐
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	✓
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? ☐ Yes ☒ 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 instructions)	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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? ☐ Yes ☒ 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 <i>Schedule C, Form 4720</i> , to determine if the foundation had excess business holdings in 2011.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

5a During the year did the foundation pay or incur any amount to:				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			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?		☐ 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	☒
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?			7b	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gerald B Rorer Villanova, PA	President, 2	-0-	-0-	-0-
Edward C Rorer Villanova, PA	Vice President, 1/2	-0-	-0-	-0-
Herbert T Rorer Gladwyne, PA	Sect'y, Treas, 1/8	-0-	-0-	-0-

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

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	8088738
b	Average of monthly cash balances	1b	920378
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9009116
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	9009116
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	135137
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8873979
6	Minimum investment return. Enter 5% of line 5	6	443699

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	443699
2a	Tax on investment income for 2011 from Part VI, line 5	2a	12687
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12687
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	431012
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	431012
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	431012

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	433309
b	Program-related investments—total from Part IX-B	1b	
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	433309
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 instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	433309

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				431012
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			414011	
b Total for prior years: 20____, 20____, 20____				
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				
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 433309				
a Applied to 2010, but not more than line 2a			414011	
b Applied to undistributed income of prior years (Election required—see instructions) . . .				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				19298
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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 instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				411714
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
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)

1a 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	
2a 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 $\frac{2}{3}$ 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).)

Gerald B. Rorer, Edward C. Rorer, Herbert T. Rorer

- 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:
- b** The form in which applications should be submitted and information and materials they should include.
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See attached schedule				
Total			3a	433000
b <i>Approved for future payment</i> NONE				
Total			3b	

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)	✓
(2)	Other assets	1a(2)	✓
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	✓
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	✓
(3)	Rental of facilities, equipment, or other assets	1b(3)	✓
(4)	Reimbursement arrangements	1b(4)	✓
(5)	Loans or loan guarantees	1b(5)	✓
(6)	Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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

**Sign
Here**

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

Signature of officer or trustee

4/13/2013
Date

President

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

THE RORER FOUNDATION, INC

EI 51-6017981

PART I

line 11.	Other Income	
	Litigation awards	\$116.76
line 16c.	Other Professional Fees	
	Investment management fees	\$22,701.87
	Domestic Representation	\$284.00
	Total	\$22,985.87
line 18	Taxes	
	Delaware Franchise Tax	\$25.00
	Federal Excise Tax Based on Investment Income	\$2,688.00
	Total	\$2,713.00
Line 23	Other Expenses	
	Foreign Taxes	\$256.68
	Postage	
	Bank Fees	
	Checks	
	Total	\$256.68

THE RORER FOUNDATION, INC
EI 51-6017981
PART II

Fair Market Value of Assets
11/30/2012

Asset Type	Asset Name	Units or Shares	Book Value or Cost	Market Value at Year End
Government Bond	US Treasury Note 4 25% 8/15/2015	240,000	260,425	265,332
Total	Government Bonds		260,425	265,332
Common Stock	Accenture Ltd	2400	\$133,428 15	\$163,008 00
Common Stock	Ameriprise	2697	\$152,293 94	\$163,626 99
Common Stock	Apple Inc	346	\$69,220 98	\$202,506 88
Common Stock	BHP Billiton	2638	\$184,786 46	\$190,041 52
Common Stock	Boeing Company	3000	\$165,104 04	\$222,840 00
Common Stock	CBS Corp	5139	\$70,615 75	\$184,901 22
Common Stock	Chevron Corp	1608	\$163,277.79	\$169,949 52
Common Stock	Coach Inc	3003	\$149,399.63	\$173,693 52
Common Stock	Colgate Palmoli	1909	\$158,315 21	\$207,126 50
Common Stock	ConocoPhillips	3312	\$178,935 08	\$188,585 28
Common Stock	CVS Corp	3387	\$151,137 59	\$157,529 37
Common Stock	Digitl Realty	2253	\$153,922 56	\$145,408 62
Common Stock	Ecolab Inc	2412	\$107,415 29	\$173,856 96
Common Stock	Genuine Parts	3564	\$167,028 37	\$231,980 76
Common Stock	Kinder Morgan	5541	\$164,372 67	\$187,341 21
Common Stock	Lockheed Martin	2019	\$161,608 96	\$188,372 70
Common Stock	Mastercard Inc	522	\$167,046 90	\$255,090 96
Common Stock	Microsoft Corp	6024	\$185,007 03	\$160,328.76
Common Stock	Monsanto Co	1314	\$115,510 46	\$120,349 26
Common Stock	Norfolk Southrn	3222	\$147,961 14	\$194,544 36
Common Stock	Occidental Petroleum	2354	\$146,900.58	\$177,044 34
Common Stock	Parker Hannifin	1855	\$151,426 59	\$152,388 25
Common Stock	Phillips 66	1656	\$53,176 84	\$86,724 72
Common Stock	Praxair Inc	2289	\$212,372 24	\$245,403 69
Common Stock	Qualcomm Inc	3264	\$175,038 97	\$207,655 68
Common Stock	Ross Stores Inc	3102	\$122,518.15	\$177,049 76
Common Stock	Seadrill Ltd	3174	\$114,677 41	\$122,294 22
Common Stock	Stan Blk & Deck	2223	\$142,502 51	\$159,855 93
Common Stock	T Rowe Price	2983	\$185,703.09	\$192,910 61
Common Stock	Time Warner New	4025	\$142,227 17	\$190,382 50
Common Stock	United Parcel	2803	\$174,547 71	\$204,927 33
Common Stock	UnitedHealth	5009	\$165,016 31	\$272,439 51
Common Stock	Walt Disney Co	4521	\$144,178 35	\$224,512 86
Common Stock	Wisconsin Energ	4998	\$158,550 39	\$187,574 94
Total	Total Common Stocks		5,035,224	6,282,247

Asset Type	Asset Name	Units or Shares	Book Value or Cost	Market Value at Year End
Corporate Bond	General Electric 5 625% 5/1/2018	118,000 00	118,383 74	140,591 10
Corporate Bond	Goldman Sachs 5.25% 4/1/2013	50,000 00	53,525.00	58,369 50
Corporate Bond	Goldman Sachs 6 25% 9/1/2017	100,000.00	107,139.99	116,739.00
Corporate Bond	Hewlett-Packard Co 4 75% 6/2/2014	170,000.00	178,139.99	174,658.00
Corporate Bond	JP Morgan Chase & Co 6 125% 6/27/2013	118,000 00	121,606 50	137,228 10
Corporate Bond	Kraft Foods Inc 6.125% 2/1/2018	156,000.00	152,194 55	188,440 20
Corporate Bond	McDonalds Corp 5.3% 3/15/2017	125,000.00	148,220 00	147,722 50
Corporate Bond	Morgan Stanley 6.00% 5/13/2014	115,000 00	125,364 99	121,913 80
Corporate Bond	Pepsico Inc 4 65% 2/15/2013	172,000 00	173,664.38	173,451 68
Corporate Bond	Verizon Communications 6 1% 4/15/2013	145,000 00	152,812 34	179,628 90
Corporate Bond	Wal Mart Stores 4 55% 5/1/2013	159,000 00	154,066.05	161,276 88
Total	Total Corporate Bonds		1,485,118	1,600,020

The Rorer Foundation, Inc

EIN 51-6017981

PART IV CAPITAL GAINS AND LOSSES

11/30/2012

Part 1 Short-Term Capital Gains and (Losses)

Asset Name	Asset Type	Purchase/ Donation	Units	Purch Date	Sale Date	Net Sale Proc.	Lot Cost	Gain/(Loss)
Gilead Sciences	Common Stock	Purchased	4657.00	5/26/2011	1/13/2012	207,148.48	187,950.95	\$19,197.53
Apollo Group	Common Stock	Purchased	2816.00	6/16/2011	2/1/2012	150,659.37	122,003.13	\$28,656.24
Apollo Group	Common Stock	Purchased	1388.00	8/12/2011	2/1/2012	74,259.66	60,193.95	\$14,065.71
Pepsico Inc	Common Stock	Purchased	2458.00	7/29/2011	2/16/2012	156,170.79	157,813.34	(\$1,642.55)
Medco Health	Common Stock	Purchased	2291.00	4/5/2011	4/3/2012	66,164.08	127,588.58	(\$61,424.50)
Medco Health	Common Stock	Purchased	1105.00	6/9/2011	4/3/2012	31,912.40	62,971.79	(\$31,059.39)
Express Scripts	Common Stock	Purchased	0.05	6/9/2011	4/12/2012	2.85	0	\$2.85
Freeport McMora	Common Stock	Purchased	4007.00	1/18/2012	4/16/2012	143,358.05	169,324.17	(\$25,966.12)
Hasbro Inc	Common Stock	Purchased	3950.00	8/1/2011	6/25/2012	136,078.79	159,131.40	(\$23,052.61)
Hasbro Inc	Common Stock	Purchased	1308.00	10/17/2011	6/25/2012	45,061.03	45,358.22	(\$297.19)
Blackrock Inc	Common Stock	Purchased	375.00	7/13/2011	7/9/2012	64,956.23	73,314.26	(\$8,358.03)
Devon Energy	Common Stock	Donation	150.00	11/17/2011	7/18/2012	8,282.09	9,698.25	(\$1,416.16)
Cummins Inc	Common Stock	Purchased	1290.00	4/17/2012	7/25/2012	111,169.77	150,256.16	(\$39,086.39)
Cummins Inc	Common Stock	Purchased	858.00	6/25/2012	7/25/2012	73,940.83	81,629.99	(\$7,689.16)
Wynn Resorts	Common Stock	Purchased	947.00	1/31/2012	7/25/2012	92,724.60	114,253.13	(\$21,528.53)
Wynn Resorts	Common Stock	Purchased	531.00	6/26/2012	7/25/2012	51,992.35	55,365.78	(\$3,373.43)
Express Scripts	Common Stock	Purchased	1239.00	9/21/2011	8/10/2012	76,636.36	50,658.45	\$25,977.91
Intel Corp	Common Stock	Purchased	6434.00	3/21/2012	9/25/2012	148,483.40	178,939.53	(\$30,456.13)
Activision	Common Stock	Purchased	4084.00	3/2/2012	10/5/2012	45,287.77	49,099.26	(\$3,811.49)
TOTALS						1,684,288.90	1,855,550.34	-171,261.44

Part 2 Long-Term Capital Gains and (Losses)

Asset Name	Asset Type	chase/Dona	Units	Purch Date	Sale Date	Net Sale Proc	Lot Cost	Gain/(Loss)
Altria Group	Common Stock	Purchased	4041.00	9/22/2008	1/13/2012	116,588.16	81,765.93	\$34,822.23
Altria Group	Common Stock	Purchased	3119.00	7/9/2008	1/13/2012	89,987.25	62,634.38	\$27,352.87
Altria Group	Common Stock	Purchased	2512.00	7/16/2008	1/13/2012	72,474.50	53,351.54	\$19,122.96
Ross Stores Inc	Common Stock	Purchased	1670.00	1/4/2011	1/24/2012	85,822.20	53,278.32	\$32,543.88
Ross Stores Inc	Common Stock	Purchased	560.00	3/12/2010	1/24/2012	28,778.70	14,391.97	\$14,386.73
Ross Stores Inc	Common Stock	Purchased	350.00	3/12/2010	1/24/2012	17,986.69	8,995.00	\$8,991.69
Broadcom Corp	Common Stock	Purchased	3698.00	11/16/2009	2/6/2012	135,482.49	104,187.63	\$31,294.86
Oracle Corp	Common Stock	Purchased	2198.00	8/11/2008	3/26/2012	65,891.22	49,338.24	\$16,552.98
Oracle Corp	Common Stock	Purchased	1568.00	8/1/2008	3/26/2012	47,005.20	33,813.78	\$13,191.42
Express Scripts	Common Stock	Purchased	0.71	4/5/2011	4/12/2012	40.53	0	\$40.53
Apple Inc	Common Stock	Purchased	258.00	11/24/2009	4/18/2012	157,227.19	51,615.64	\$105,611.55
Ross Stores Inc	Common Stock	Purchased	1633.00	3/12/2010	6/26/2012	108,327.01	41,968.02	\$66,358.99
Express Scripts	Common Stock	Purchased	1855.00	4/5/2011	6/29/2012	102,506.93	0	\$102,506.93
Express Scripts	Common Stock	Purchased	1966.00	11/16/2009	7/5/2012	108,640.77	84,481.04	\$24,159.73
Express Scripts	Common Stock	Purchased	896.00	7/2/2010	7/5/2012	49,512.82	42,898.92	\$6,613.90
Blackrock Inc	Common Stock	Purchased	667.00	12/15/2010	7/9/2012	115,535.49	120,477.45	(\$4,941.96)
FHLMC	Government Bo	Purchased	137000.00	3/8/2005	7/16/2012	137,000.00	142,317.56	(\$5,317.56)
FHLMC	Government Bo	Purchased	15000.00	5/18/2006	7/16/2012	15,000.00	14,870.20	\$129.80
ASML Holding NV	Common Stock	Purchased	2808.00	7/26/2011	8/8/2012	162,144.16	104,099.77	\$58,044.39
Express Scripts	Common Stock	Purchased	895.00	6/9/2011	8/10/2012	55,358.79	0	\$55,358.79
Express Scripts	Common Stock	Purchased	772.00	11/16/2009	8/10/2012	47,750.82	33,173.63	\$14,577.19
Express Scripts	Common Stock	Purchased	299.00	7/2/2010	8/10/2012	18,494.17	14,315.60	\$4,178.57
Activision	Common Stock	Purchased	10653.00	8/9/2011	10/5/2012	118,131.90	125,873.83	(\$7,741.93)
IBM Corp Bonds	Corporate Bond	Purchased	110000.00	8/20/2009	11/29/2012	110,000.00	120,093.74	(\$10,093.74)
TOTALS						1,965,686.99	1,357,942.19	607,744.80

EIN 51-6017981
Part 15 Section 3a

The Rorer Foundation, Inc
Contributions and Gifts
12/01/2011 to 11/30/2012

Payee/Payor	Date of Gift	Status	Purpose	Amount
Acad of Music Restore Fnd 260 South Broad Street 16th Floor Philadelphia, PA 19102	11/7/2012	Public	Unrestricted	\$3,000 00
Academy of Natural Scienc Development Office 1900 Ben Franklin Parkway Phila , PA 19103-9599	11/16/2012	Public	Unrestricted	\$2,000 00
Acoustic Neuroma Assoc 600 Peechtree Parkway Suite 108 Cumming, GA 30041	11/7/2012	Public	Unrestricted	\$500 00
Agnes Irwin School Development Office Ithan & Conestoga Roads Rosemont, PA 19010	11/5/2012	Public	Unrestricted	\$1,000 00
ALS Assoc 321 Norristown Road Suite 260 Ambler, PA 19002	11/7/2012	Public	Unrestricted	\$500 00
Alzheimer's Assoc Del Val 399 Market Street Suite 102 Philadelphia, PA 19106	11/7/2012	Public	Unrestricted	\$500 00
American Red Cross PO Box 37295 Washington, DC 20013	11/11/2012	Public	Unrestricted	\$3,333 33
American Red Cross, SEPA 23rd & Chestnut Streets Philadelphia, PA 19103	10/28/2012	Public	Unrestricted	\$10,000 00
Ashoka 1700 North Moore Street Suite 2000 Arlington, VA 22209-1921	11/7/2012	Public	Unrestricted	\$500 00
Baker Industries 184 Pennsylvania Ave Malvern, PA 19355	11/7/2012	Public	Unrestricted	\$1,000 00
Big Cat Rescue 12802 Easy Street Tampa, FL 33625	11/7/2012	Public	Unrestricted	\$500 00
Bridgton Hospital 10 Hospital Drive Bridgton, ME 04009	11/7/2012	Public	Unrestricted	\$1,500 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Bridgton Public Library 1 Church Street Bridgton, ME 04009	11/5/2012	Public	Unrestricted	\$1,500 00
Bryn Mawr Hospital Founda 130 S Bryn Mawr Ave Bryn Mawr, PA 19010	10/27/2012	Public	Unrestricted	\$21,000 00
Buckingham Friends School P O Box 159 5684 York Road Lahaska, PA 18931	11/5/2012	Public	Unrestricted	\$5,000 00
Camp Pasquany 5 South State Street Concord, NH 03301-3721	11/7/2012	Public	Unrestricted	\$500 00
Campus Crusade for Christ P O Box 628222 Orlando, FL 32862-8222	10/28/2012	Public	Unrestricted	\$10,000 00
Catskill Animal Sanctuary 316 Old Stage road Saugerties, NY 12477	10/27/2012	Public	Unrestricted	\$500 00
Chesapeake Bay Foundation PO Box 17447 Baltimore, MD 21298	11/7/2012	Public	Unrestricted	\$500 00
Chesapke Bay Maritime Mus PO Box 636 St Michaels, MD 21663	11/7/2012	Public	Unrestricted	\$150 00
Chestnut Hill Academy Attn Betsy Longstreth 500 West Willow Grove Ave Phila , PA 19118-4198	10/28/2012	Public	Unrestricted	\$11,000 00
Children Hope & Horses 4255 NW 25th Way Boca Raton, FL 33434	11/7/2012	Public	Unrestricted	\$100 00
Children's Hosp Phila Fnd 34th St & Civic Cent Blvd Philadelphia, PA 19104	11/7/2012	Public	Unrestricted	\$1,000 00
Church of the Redeemer PO Box 1030 Bryn Mawr, PA 19010	10/28/2012	Public	Unrestricted	\$5,000 00
Community Vols in Medicin 300 B Lawrence Drive West Chester, PA 19380	10/27/2012	Public	Unrestricted	\$15,500 00
Corinthian Historical Fnd PO Box 366 Essington, PA 19020	11/9/2012	Public	Unrestricted	\$1,000 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Country Day Sch-Sacred Ht 480 Bryn Mawr Avenue Bryn Mawr, PA 19010	11/9/2012	Public	Unrestricted	\$1,000 00
Covenant House Donation Processing P O Box 96708 Washington, DC 20090	10/28/2012	Public	Unrestricted	\$10,000 00
Dana Hall School 45 Dana Road Wellesley, MA 02482-9010	3/17/2012	Public	Unrestricted	\$1,000 00
Dian Fossey Gorilla Fnd I 800 Cherokee Ave SE Atlanta, GA 30315	11/7/2012	Public	Unrestricted	\$500 00
Doctors Without Borders 333 7th Avenue 3rd Floor New York, NY 10001	11/11/2012	Public	Unrestricted	\$3,333 34
Dolphin Research Center 58901 Overseas Highway Grassy Key, FL 33050-6019	11/7/2012	Public	Unrestricted	\$750 00
Dolphins of Del Valley 226 Righters Mill Road Gladwyne, PA 19035	11/9/2012	Public	Unrestricted	\$500 00
Duquesne University Music School-Piano Dept 600 Forbes Avenue Pittsburgh, PA 15282	10/27/2012	Public	Unrestricted	\$5,000 00
EducateCommunity Parenting 919 Walnut Street 10th Floor Phialdelphia, PA 19107	11/9/2012	Public	Unrestricted	\$1,000 00
Embry-Riddle Aeronaut U 600 S Clyde Morris Blvd Daytona Beach, FL 32114	11/9/2012	Public	Unrestricted	\$1,000 00
Episcopal Community Servi 225 South Third Street Philadelphia, PA 19106	10/28/2012	Public	Unrestricted	\$15,000 00
Fairmount Park Conservanc 1617 JFK Blvd Philadelphia, PA 19103	11/11/2012	Public	Unrestricted	\$1,500 00
Food For The Poor, Inc 6401 Lyons Road Coconut Creek, FL 33073-3073	10/28/2012	Public	Unrestricted	\$10,000 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Fox Chasae Cancer Center 333 Cottman Avenue Philadelphia, PA 19111	11/9/2012	Public	Unrestricted	\$1,000 00
Free Library of Phila Fnd 1901 Vine Street Philadelphia, PA 19103	11/9/2012	Public	Unrestricted	\$500 00
Gladwyne Montessori Sch Development Office 920 Youngsford Road Gladwyne, PA 19035	11/9/2012	Public	Unrestricted	\$500 00
Good Shepherd Food Bank P O Box 1807 Auburn, ME 04211-1807	11/7/2012	Public	Unrestricted	\$750 00
Greenpeace Fund, Inc 702 H Street NW Suite 300 Washington, DC 20001	11/5/2012	Public	Unrestricted	\$750 00
Habitat Humanity Del Val PO Box 656 Chester, PA 19016	11/9/2012	Public	Unrestricted	\$500 00
Harvard Business School 124 Mount Auburn Street Cambridge, MA 02138-5795	11/9/2012	Public	Unrestricted	\$1,000 00
Harvest Hills Animal Shel 1389 Bridgton Road Fryeburg, ME 04037	11/5/2012	Public	Unrestricted	\$750 00
Healing Resources Fndn 150 Country Club Drive Lansdale, PA 19446	10/27/2012	Public	Unrestricted	\$1,000 00
Institute on Aging Trustees-University of PA 3535 Market Street Phila , PA 19104-3309	11/9/2012	Public	Unrestricted	\$1,000 00
Jane Goodall Institute 4245 North Fairfax Drive Suite 600 Arlington VA 22203	11/7/2012	Public	Unrestricted	\$500 00
KQED-San Fran Public Medi 2601 Mariposa Street San Francisco, CA 94110	11/11/2012	Public	Unrestricted	\$3,333 33
Kripalu PO Box 309 Stockbridge,MA 01262-0309	10/27/2012	Public	Unrestricted	\$2,000 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Lankenau Hospital Foundat 100 Lancaster Avenue Wynnewood, PA 19096	11/7/2012	Public	Unrestricted	\$500 00
Learning Ally 215 West Church Road Suite 111 King of Prussia, PA 19406	11/9/2012	Public	Unrestricted	\$1,000 00
Lehigh University 27 Memorial Drive W Bethlehem, PA 18015	11/11/2012	Public	Unrestricted	\$500 00
Lupus Foundation of Amer 2000 L Street N W Suite 710 Washington,DC 20036	11/5/2012	Public	Unrestricted	\$8,500 00
Martha's Vineyard Hosp Development Office PO Box 1477 Oak Bluffs, MA 02557	10/27/2012	Public	Unrestricted	\$3,000 00
Martha's Vineyard Trust P O Box 5277 Edgartown, MA 02539	10/27/2012	Public	Unrestricted	\$10,000 00
Martha's Vnyd Boys/Girls P O Box 659 Edgartown, MA 02539	4/21/2012	Public	Unrestricted	\$5,000 00
Meals on Wheels 235 E Lancaster Ave Devon, PA 19333	11/9/2012	Public	Unrestricted	\$500 00
Melmark 2600 Wayland Road Berwyn, PA 19312	11/9/2012	Public	Unrestricted	\$1,000 00
Montgomery School 1141 Kimberton Road Chester Springs, PA 19425	11/9/2012	Public	Unrestricted	\$1,000 00
Nat'l Org Hearin Research 225 Haverford Road Suite #1 Narberth, PA 19072	11/9/2012	Public	Unrestricted	\$1,000 00
Natural Lands Trust Hildacy Farm 1031 Palmers Mill Road Media, Pa 19063	11/9/2012	Public	Unrestricted	\$1,000 00
Natural Resource Coun ME 3 Wade Street Augusta, ME 04330	11/7/2012	Public	Unrestricted	\$500 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
NCH Healthcare Foundation 350 7th Street North P O Box 234 Naples, FL 34106-0234	10/27/2012	Public	Unrestricted	\$3,000 00
NOLS Office of Development 284 Lincoln Street Lander, WY 82520-2848	10/27/2012	Public	Unrestricted	\$500 00
NPCA 1300 19th Street NW Suite 300 Washington, DC 20036	11/5/2012	Public	Unrestricted	\$500 00
Ocean Conservancy 1300 19th Street NW 8th Floor Washington, DC 20036	11/16/2012	Public	Unrestricted	\$2,000 00
Onaway Camp Trust PO Box 4064 Albany, NY 12204	10/27/2012	Public	Unrestricted	\$500 00
Open Arms, Inc 48 Kristin Court Lakewood, NJ 08701	11/11/2012	Public	Unrestricted	\$2,500 00
Path Ways 310 Amosland Road Holmes, PA 19043	10/28/2012	Public	Unrestricted	\$10,000 00
Phila Mural Arts Advocate 1727-29 Mount Vernon St Phila, PA 19130	11/11/2012	Public	Unrestricted	\$1,000 00
Phila Ron McDonald House 3925 Chestnut Street Phila, PA 19104	11/11/2012	Public	Unrestricted	\$500 00
Phila Museum of Art Box 7646 Phila , PA 19101-7646	10/28/2012	Public	Unrestricted	\$10,000 00
Phila Orchestra Assoc 280 South Broad Street 16th Floor Phila , PA 19102	11/11/2012	Public	Unrestricted	\$4,000 00
Philabundance 3616 South Galloway St Phila , PA 19148-5402	10/28/2012	Public	Unrestricted	\$10,000 00
Philharmonic Ctr for Arts 5833 Pelican Bay Blvd Naples, FL 34108-2740	10/27/2012	Public	Unrestricted	\$5,000 00
Planned Parenthood SEPA 1144 Locust Street Philadelphia, PA 19107	11/11/2012	Public	Unrestricted	\$500 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Platt Caddie Scholarship 1974 Sproul Road Ste 400 Broomall, PA 19008	11/9/2012	Public	Unrestricted	\$550 00
Princeton University Annual Giving P O Box 5357 Princeton, NJ 08543-5357	11/11/2012	Public	Unrestricted	\$1,000 00
Randolph-Macon College PO Box 5005 Ashland, VA 23005	11/11/2012	Public	Unrestricted	\$1,500 00
Save the Manatee Club 500 North Maitland Ave Maitland, FL 32751	11/16/2012	Public	Unrestricted	\$2,500 00
Sheriff's Meadow Foundati Wakeman Conservation Cent 57 David Avenue Vineyard Haven, MA 02568	10/27/2012	Public	Unrestricted	\$2,000 00
Slow Food USA 68 Summit #2B Brooklyn, NY 11231	11/11/2012	Public	Unrestricted	\$1,500 00
Special Olympic PA/Del Co 307 Lenox Road Havertown, PA 19083	11/11/2012	Public	Unrestricted	\$500 00
SquashSmarts, Inc The Lenfest Center 3890 North 10th Street Phila ,PA 19140	11/11/2012	Public	Unrestricted	\$3,000 00
St Andrew's Church 34 North Summer Edgartown, MA 02539	6/26/2012	Public	Unrestricted	\$5,000 00
St Christopher's Church 226 Righters Mill Road Gladwyne, PA 19035	6/26/2012	Public	Unrestricted	\$3,000 00
St Christopher's Hosp Fnd 1800 JFK Blvd 4th Floor Philadelphia, PA 19103	11/11/2012	Public	Unrestricted	\$2,500 00
St David's Episcopal Chr 763 South Valley Forge Rd Wayne, PA 19087	11/11/2012	Public	Unrestricted	\$30,000 00
St Jude Children's Hosp 501 St Jude Place Memphis, TN 38105	10/28/2012	Public	Unrestricted	\$4,000 00
St Paul's Episcopal Chrch 188 South Swinton Avenue Delray Beach, FL 33444	11/11/2012	Public	Unrestricted	\$10,000 00

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Surrey Services - Seniors 28 Bridge Street Berwyn, PA 19312	11/11/2012	Public	Unrestricted	\$2,000 00
Tenacre Country Day Schoo 78 Benvenue Street Wellesley, MA 02482	3/17/2012	Public	Unrestricted	\$2,500 00
The Food Trust One Penn Cntr Suite 900 1617 JFK Blvd Philadelphia, PA 19103	11/11/2012	Public	Unrestricted	\$1,500 00
The Franklin Institute 222 North 20th Street Phila, PA 19103	10/28/2012	Public	Unrestricted	\$10,000 00
The Golandsky Institute Park West Finance Station PO Box 20726 New York, NY 10025	10/27/2012	Public	Unrestricted	\$2,500 00
The Hill School 717 East High Street Pottstown, PA 19464	11/9/2012	Public	Unrestricted	\$1,000 00
The Nature Conservancy PO Box 55 Long Pond Road Long Pond, PA 18334	11/9/2012	Public	Unrestricted	\$2,500 00
The Philadelphia Zoo 3400 West Girard Avenue Phila, PA 19104-1196	11/16/2012	Public	Unrestricted	\$2,000 00
The Salvation Army 701 North Broad Street Phila , PA 19123	10/28/2012	Public	Unrestricted	\$15,000 00
The Savoy Company PO Box 59150 Philadelphia, PA 19102	11/11/2012	Public	Unrestricted	\$1,000 00
The Shipley School Annual Giving 814 Yarrow Street Bryn Mawr, PA 19010-3598	10/27/2012	Public	Unrestricted	\$2,500 00
The Wharton Fund-U of P 3451 Walnut Street 433 Franklin Building Phila , PA 19104-6205	10/27/2012	Public	Unrestricted	\$3,000 00
The Won Institute 137 South Easton Road Glenside, PA 19038	10/27/2012	Public	Unrestricted	\$3,000 00

Payee/Payor	Date of Gift	Status	Purpose	Amount
Trinity By The Cove 553 Galleon Drive Naples, FL 34102	6/26/2012	Public	Unrestricted	\$5,000 00
Trinity College Development Office 300 Summit Street Hartford, CT 06106-3100	3/17/2012	Public	Unrestricted	\$23,500 00
United Way-Greater Phila 1709 Ben Franklin Pkwy Philadelphia, PA 19103	11/11/2012	Public	Unrestricted	\$15,000 00
Upper Main Line YMCA Development Office 1416 Berwyn Paoli Road Berwyn, PA 19312	10/27/2012	Public	Unrestricted	\$3,000 00
Visiting Nurses-Vineyard Vineyard Nursing Assoc P O Box 399 Vineyard Haven, MA 02568	10/27/2012	Public	Unrestricted	\$2,500 00
Wayne Art Center 413 Maplewood Avenue Wayne, PA 19087	11/11/2012	Public	Unrestricted	\$500 00
WHYY 150 North 6th Street Philadelphia, PA 19106	11/11/2012	Public	Unrestricted	\$500 00
Wild Dolphin Project PO Box 8436 Jupiter, FL 33468	11/16/2012	Public	Unrestricted	\$2,500 00
Woodlynde School 445 Upper Gulph Road Strafford, PA 19087	11/11/2012	Public	Unrestricted	\$15,200 00
World Vision PO Box 70102 Tacoma, WA 98481-0102	10/28/2012	Public	Unrestricted	\$5,000 00
TOTAL				\$433,000.00