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Operating and Administrative Expenses

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Form **990-PF**

Department of the Treasury
Internal Revenue Service

INITIAL RETURN
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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 05/04, 2012, and ending 12/31, 2012

Name of foundation
THE MEROPS FOUNDATION 6178-01-1/6

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
GLENMEDE TRUST CO., N.A., 1650 MARKET ST., 1200

City or town, state, and ZIP code
PHILADELPHIA, PA 19103-7391

G Check all that apply: ☒ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **9,913,215.**

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number
45-6870036

B Telephone number (see instructions)
215- 419-6000

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	9,580,861.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments			N/A	
4 Dividends and interest from securities	181,704.	153,223.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-20,671.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		NONE		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	8,164.	8,164.		STMT 1
12 Total. Add lines 1 through 11	9,750,058.	161,387.		
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)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	24,696.	4,696.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 2	17,596.	17,596.		
24 Total operating and administrative expenses. Add lines 13 through 23	42,292.	22,292.		-0-
25 Contributions, gifts, grants paid	-0-			-0-
26 Total expenses and disbursements. Add lines 24 and 25	42,292.	22,292.		-0-
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	9,707,766.			
b Net investment income (if negative, enter -0-)		139,095.		
c Adjusted net income (if negative, enter -0-)				

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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			-20,000.	-20,000.
	2	Savings and temporary cash investments			160,639.	160,639.
	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				
	10 a	Investments - U.S. and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)			9,514,077.	9,772,576.
	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)		"Initial Return"	9,654,716.	9,913,215.	
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 ▶)				
23	Total liabilities (add lines 17 through 22)				NONE	
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds			9,654,716.	
	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)			9,654,716.		
31	Total liabilities and net assets/fund balances (see instructions)		"Initial Return"	9,654,716.		

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	
2	Enter amount from Part I, line 27a	2	9,707,766.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,707,766.
5	Decreases not included in line 2 (itemize) ▶ <u>SEE SCHEDULE ATTACHED</u>	5	53,050.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,654,716.

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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 PARTNERSHIPS GAIN/LOSS PER 2012 K-1'S			D		
b					
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			-20,671.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			-20,671.		
b					
c					
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	-20,671.	
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

N/A

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
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 N/A

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	2,782.
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	
3 Add lines 1 and 2.		3	2,782.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,782.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012.	6a	20,000.	
b Exempt foreign organizations - tax withheld at source.	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	20,000.	
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	17,218.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 6,500. Refunded <input type="checkbox"/>	11	10,718.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. STMT 3	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SEE STATEMENT 4	Telephone no. ▶		
Located at ▶		ZIP+4 ▶		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year ▶				
16	At any time during calendar year 2012, 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?	<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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<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.)	2b	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. ▶		
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 2012 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 2012.)	3b	N/A
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 2012?	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)? (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 N/A

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

N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

7b N/A

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
SEE SCHEDULE ATTACHED		- 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		NONE	NONE	NONE

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

NONE

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

Part IX-A Summary of Direct Charitable Activities

Expenses

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

Amount

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,466,646.
b	Average of monthly cash balances	1b	81,060.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	9,547,706.
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	NONE
3	Subtract line 2 from line 1d	3	9,547,706.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	143,216.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,404,490.
6	Minimum investment return. Enter 5% of line 5 (SEE SCHEDULE ATTACHED)	6	311,765.

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	311,765.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,782.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,782.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	308,983.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	308,983.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	308,983.

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	
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	NONE
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	NONE

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				308,983.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ _____				NONE
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				308,983.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 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(e)(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 or e-mail of the person to whom applications should be addressed:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

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

Form 990-PF (2012)

Enter gross amounts unless otherwise indicated.

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

NOT APPLICABLE

Schedule of Contributors

OMB No. 1545-0047

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

Employer identification number

THE MEROPS FOUNDATION 6178-01-1/6

45-6870036

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

THE MEROPS FOUNDATION 6178-01-1/6

Employer identification number

45-6870036

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CRAWFORD H GREENEWALT, JR., TRUST WILMINGTON TRUST COMPANY WILMINGTON, DE 19890	\$ 9,580,861.	Person <input checked="checked" type="checkbox"/> TRUST Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

COLUMN A	COLUMN B	COLUMN D
-------------	-------------	-------------

REVENUE:

LINE 1 CONTRIBUTIONS - RECEIVED
FROM THE FOLLOWING:

9,580,861.00

1. CRAWFORD H GREENEWALT JR., TRUST
C/O WILMINGTON TRUST COMPANY
1100 NORTH MARKET STREET
WILMINGTON, DE 19890

COMPOSED OF:

RECEIVED	5/4/2012	COST BASIS	MEAN VALUE
50,000	Anaheim Calif Pub Fing Auth Rev Dist Sys Second Lien DTD 6/1/04 5.25% 10/1/20	53,306.00	54,284.00
50,000	California ST Dept Wtr Res Cent VY Proj Rev Wtr Sys Ser AH DTD 11/9/10 5% 12/1/20	60,365.00	64,605.00
50,000	California ST Dept Wtr Res Cent VLY Proj Rev Wtr Sys Ser Revenue Ser AJ DTD 10/13/11 5% 12/1/18	59,704.00	62,551.00
50,000	California St Educatnl Facs Auth Revenue Stanford Univ Ser T 3 DTD 9/6/2007 5% 3/15/26	65,608.00	66,067.00

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

			COLUMN A	COLUMN B	COLUMN D
50,000	California St Pub Wks BRD Lease Rev Calif St Univ PJS Ser B 1 DTD 4/21/10 5% 3/1/21	49,955.00	58,541.00		
50,000	East Bay Calif Mun Dist Wastewater Sys Rev Ref Sub Ser B 6/6/07 5% 6/1/19	58,610.00	59,591.00		
25,000	Foothill DE Anza CA Cmnty Ciddist Ref DTD 5/3/12 4% 8/1/16	28,287.00	28,373.00		
50,000	Los Angeles CA Wstwr Sys Revenue Ref Ser A DTD 3/26/09 5% 6/1/18	61,707.00	61,262.00		
50,000	Los Angeles Cnty CA Cops Ref Disney Concert Hall Pkg DTD 3/21/12 5% 3/1/22	57,983.00	59,279.00		
75,000	Los Angeles Cnty CA Met Transprtn Auth Sales Tax Ref Proposition A First Tier Ser A DTD 10/27/11 5% 7/1/15	85,222.00	85,372.00		
75,000	Massachusetts Bay MA Transprtn Auth Sales Tax Revenue SR Ser C DTD 12/22/04 5.5% 7/1/24	94,063.00	98,799.00		
50,000	Ohio St Wtr Dev Auth Wtr Pollutn Ctl Rev Ref LN FD Wtr Quality Ser A DTD 8/23/11 5% 6/1/16	59,194.00	58,385.00		
53,500	Pimco High Yield Fund	477,222.00	500,225.00		

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

			COLUMN A	COLUMN B	COLUMN D
75,000	Southern Calif Pub Wtr Auth Rev Windy PT Windy Flats Proj 1 DTD 9/9/10 5% 7/1/21	85,793.00	92,073.00		
75,000	Sustainable Energy Utility Inc DE Energy Efficiency Revenue DTD 8/1/11 5% 9/15/16	87,331.00	87,014.00		
50,000	University North Tex Univ Rev Ref & Imp Fing Sys DTD 11/8/05 5% 4/15/22	54,305.00	55,161.00		
75,000	Upper Santa Clara VY CA JT Pwrs Auth Revenue Ref Ser A DTD 9/15/11 5% 8/1/17	89,156.00	89,279.00		
	Wilmington Real Asset Fund Select LLC	500,000.00	500,000.00		
	Wilmington International Equity Fund Select LP	2,000,000.00	2,000,000.00		
	Wilmington US Large Cap Equity Fund Select LP	5,000,000.00	5,000,000.00		
	Wilmington US Small Cap Equity Fund Select LP	500,000.00	500,000.00		
	TOTAL 2012 CONTRIBUTIONS RECEIVED	9,527,811.00	9,580,861.00		
LINE 4	DIVIDENDS AND INTEREST FROM SECURITIES - DIVIDENDS & BOND INTEREST	181,704	153,223		

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

	COLUMN A	COLUMN B	COLUMN D
LINE 11 OTHER INCOME - PARTNERSHIP INVESTMENT INCOME PER K-1'S	8,164	8,164	
EXPENSES:			
LINE 18 TAXES - EXCISE TAX PAYMENTS - FOREIGN TAX PAID	20,000 4,696 24,696	0 4,696 4,696	0 0 0
LINE 23 OTHER EXPENSES - PARTNERSHIP EXPENSES PER K-1'S	17,596	17,596	0

**THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
COMBINED LISTS OF ASSETS
TAX YEAR ENDING 12/31/12**

<u>QUANTITY</u>		<u>COST BASIS</u>	<u>MARKET VALUE</u>
-20,000	Cash	-20,000.00	-20,000.00
160,639	Wilmington US Government Money Market Fund	160,639.00	160,639.00
50,000	Anaheim Calif Pub Fing Auth Rev Dist Sys Second Lien DTD 6/1/04 5.25% 10/1/20	53,306.00	53,241.00
50,000	California ST Dept Wtr Res Cent VY Proj Rev Wtr Sys Ser AH DTD 11/9/10 5% 12/1/20	60,365.00	63,632.00
50,000	California ST Dept Wtr Res Cent VLY Proj Rev Wtr Sys Ser Revenue Ser AJ DTD 10/13/11 5% 12/1/18	59,704.00	61,655.00
50,000	California St Eductnl Facs Auth Revenue Stanford Univ Ser T 3 DTD 9/6/2007 5% 3/15/26	65,608 00	66,468.00
50,000	California St Pub Wks BRD Lease Rev Calif St Univ PJS Ser B 1 DTD 4/21/10 5% 3/1/21	49,955 00	58,879.00
50,000	East Bay Calif Mun Dist Wastewater Sys Rev Ref Sub Ser B 6/6/07 5% 6/1/19	58,610.00	58,558.00
25,000	Foothill DE Anza CA Cmnty Clddist Ref DTD 5/3/12 4% 8/1/16	28,287 00	27,980.00
50,000	Los Angeles CA Wstwtr Sys Revenue Ref Ser A DTD 3/26/09 5% 6/1/18	61,707.00	60,404.00
50,000	Los Angeles Cnty CA Cops Ref Disney Concert Hall Pkg DTD 3/21/12 5% 3/1/22	57,983.00	59,314.00
75,000	Los Angeles Cnty CA Met Transprt Auth Sales Tax Ref Proposition A First Tier Ser A DTD 10/27/11 5% 7/1/15	85,222.00	83,474.00
75,000	Massachusetts Bay MA Transprt Auth Sales Tax Revenue SR Ser C DTD 12/22/04 5.5% 7/1/24	94,063.00	99,398.00

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
COMBINED LISTS OF ASSETS
TAX YEAR ENDING 12/31/12

<u>QUANTITY</u>		<u>COST BASIS</u>	<u>MARKET VALUE</u>
50,000	Ohio St Wtr Dev Auth Wtr Pollutn Ctl Rev Ref LN FD Wtr Quality Ser A DTD 8/23/11 5% 6/1/16	59,194.00	57,312.00
53,500	Pimco High Yield Fund	477,222.00	515,740.00
75,000	Southern Calif Pub Wtr Auth Rev Windy PT Windy Flats Proj 1 DTD 9/9/10 5% 7/1/21	85,793.00	91,329.00
75,000	Sustainable Energy Utility Inc DE Energy Efficiency Revenue DTD 8/1/11 5% 9/15/16	87,331 00	86,179.00
50,000	University North Tex Univ Rev Ref & Imp Fing Sys DTD 11/8/05 5% 4/15/22	54,305.00	54,604.00
75,000	Upper Santa Clara VY CA JT Pwrs Auth Revenue Ref Ser A DTD 9/15/11 5% 8/1/17	89,156.00	88,591.00
	Wilmington Real Asset Fund Select LLC	515,823.00	517,646.00
	Wilmington International Equity Fund Select LP	1,921,104.00	2,080,046.00
	Wilmington US Large Cap Equity Fund Select LP	4,973,429.00	5,072,360.00
	Wilmington US Small Cap Equity Fund Select LP	575,910.00	515,766.00
	TOTAL PORTFOLIO AS OF 12/31/2012	<u>9,654,716.00</u>	<u>9,913,215.00</u>

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 2 FORM 990-PF
PART III ANALYSIS OF CHANGES IN NET ASSETS OF FUND BALANCES

LINE 5 DECREASES NOT INCLUDED IN LINE 2

-53,050.00

DIFFERENCE BETWEEN MARKET VALUE VS
TAX COST ON THE FOLLOWING CONTRIBUTIONS
RECEIVED.

1. CRAWFORD H GREENEWALT JR., TRUST
C/O WILMINGTON TRUST COMPANY
1100 NORTH MARKET STREET
WILMINGTON, DE 19890

COMPOSED OF:

RECEIVED	5/4/2012	<u>COST BASIS</u>	<u>MEAN VALUE</u>
50,000	Anaheim Calif Pub Fing Auth Rev Dist Sys Second Lien DTD 6/1/04 5 25% 10/1/20	53,306 00	54,284 00
50,000	California ST Dept Wtr Res Cent VY Proj Rev Wtr Sys Ser AH DTD 11/9/10 5% 12/1/20	60,365 00	64,605 00
50,000	California ST Dept Wtr Res Cent VLY Proj Rev Wtr Sys Ser Revenue Ser AJ DTD 10/13/11 5% 12/1/18	59,704 00	62,551 00
50,000	California St Educatl Facs Auth Revenue Stanford Univ Ser T 3 DTD 9/6/2007 5% 3/15/26	65,608 00	66,067 00
50,000	California St Pub Wks BRD Lease Rev Calif St Univ PJS Ser B 1 DTD 4/21/10 5% 3/1/21	49,955 00	58,541 00
50,000	East Bay Calif Mun Dist Wastewater Sys Rev Ref Sub Ser B 6/6/07 5% 6/1/19	58,610 00	59,591 00
25,000	Foothill DE Anza CA Cmnty Clddist Ref DTD 5/3/12 4% 8/1/16	28,287 00	28,373 00
50,000	Los Angeles CA Wstwr Sys Revenue Ref Ser A DTD 3/26/09 5% 6/1/18	61,707 00	61,262.00
50,000	Los Angeles Cnty CA Cops Ref Disney Concert Hall Pkg DTD 3/21/12 5% 3/1/22	57,983 00	59,279 00
75,000	Los Angeles Cnty CA Met Transprt Auth Sales Tax Ref Proposition A First Tier Ser A DTD 10/27/11 5% 7/1/15	85,222 00	85,372 00
75,000	Massachusetts Bay MA Transprt Auth Sales Tax Revenue SR Ser C DTD 12/22/04 5 5% 7/1/24	94,063 00	98,799 00
50,000	Ohio St Wtr Dev Auth Wtr Pollutn Ctl Rev Ref LN FD Wtr Quality Ser A DTD 8/23/11 5% 6/1/16	59,194 00	58,385.00
53,500	Pimco High Yield Fund	477,222.00	500,225.00
75,000	Southern Calif Pub Wtr Auth Rev Windy PT		

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 2 FORM 990-PF

PART III ANALYSIS OF CHANGES IN NET ASSETS OF FUND BALANCES

	Windy Flats Proj 1 DTD 9/9/10 5% 7/1/21	85,793 00	92,073 00	
75,000	Sustainable Energy Utility Inc DE Energy Efficiency Revenue DTD 8/1/11 5% 9/15/16	87,331 00	87,014 00	
50,000	University North Tex Univ Rev Ref & Imp Fing Sys DTD 11/8/05 5% 4/15/22	54,305.00	55,161.00	
75,000	Upper Santa Clara VY CA JT Pwrs Auth Revenue Ref Ser A DTD 9/15/11 5% 8/1/17	89,156 00	89,279 00	
	Wilmington Real Asset Fund Select LLC	500,000 00	500,000 00	
	Wilmington International Equity Fund Select LP	2,000,000 00	2,000,000 00	
	Wilmington US Large Cap Equity Fund Select LP	5,000,000 00	5,000,000 00	
	Wilmington US Small Cap Equity Fund Select LP	500,000 00	500,000 00	
	TOTAL 2012 CONTRIBUTIONS RECEIVED	<u>9,527,811.00</u>	<u>9,580,861.00</u>	<u>-53,050.00</u>

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS

CRAWFORD H GREENEWALT, JR., TRUST
WILMINGTON TRUST COMPANY
WILMINGTON, DE 19890

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: THE GLENMEDE TRUST COMPANY, N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 6 FORM 990-PF
PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN- SATION	EXPENSE ACCT	EMPLOYEE BEN PLAN CONTRIB
1. THE GLENMEDE TRUST COMPANY, N.A. 1201 N. MARKET STREET, SUITE 1501 WILMINGTON, DE 19801-1163	TRUSTEE	5	0	0	0
2. DAVID LAMMOT GREENEWALT C/O THE GLENMEDE TRUST COMPANY, N.A. 1201 N. MARKET STREET, SUITE 1501 WILMINGTON, DE 19801-1163	TRUSTEE	5	0	0	0
3. WILMINGTON TRUST COMPANY RODNEY SQUARE NORTH 1100 N. MARKET STREET WILMINGTON, DE 19890	TRUSTEE	0	0	0	0
4. BENJAMIN H TESTERMAN C/O THE GLENMEDE TRUST COMPANY, N.A. 1201 N. MARKET STREET, SUITE 1501 WILMINGTON, DE 19801-1163	TRUSTEE	5	0	0	0
5. NICHOLAS D CAHILL C/O THE GLENMEDE TRUST COMPANY, N.A. 1201 N. MARKET STREET, SUITE 1501 WILMINGTON, DE 19801-1163	TRUSTEE	5	0	0	0
TOTAL			0	0	0

THE MEROPS FOUNDATION
ACCOUNT #6178-01-1/6
EIN: 45-6870036
TAX YEAR ENDING 12/31/12

ATTACHMENTS PAGE 8 FORM 990-PF
PART X MINIMUM INVESTMENT RETURN

LINE 6 SHORT-YEAR CALCULATIONS

$$\frac{242 \text{ DAYS}}{365 \text{ DAYS FOR THE YEAR}} \times 5\% = 3.31507\% \times \text{LINE 5}$$