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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation THE MARJORIE MERRIWEATHER POST FOUNDATION U/A DTD 7/20/56	**A Employer identification number** 52-6054705
Number and street (or P O. box number if mail is not delivered to street address) C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD — Room/suite 202	**B** Telephone number (see instructions) (919) 442-1545
City or town, state, and ZIP code CHAPEL HILL, NC 27517	**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

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)* ▶ $ 6,308,114.

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

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)
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				
	4	Dividends and interest from securities	158,896.	158,896.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	175,110.			
	b	Gross sales price for all assets on line 6a 1,476,711.				
	7	Capital gain net income (from Part IV, line 2)		175,110.		
	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)				
	12	**Total.** Add lines 1 through 11	334,006.	334,006.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 2	35,091.	17,546.		17,545.
	c	Other professional fees (attach schedule) *	65,559.	59,003.		6,556.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 4	2,339.	2,339.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 5	175.	175.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	103,164.	79,063.		24,101.
	25	Contributions, gifts, grants paid	300,000.			300,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	403,164.	79,063.	0	324,101.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-69,158.			
	b	**Net investment income** (if negative, enter -0-)		254,943.		
	c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.** *ATCH 3 Form **990-PF** (2012)

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	7,029.	17,710.	17,710.
	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) ATCH 6	5,973,382.	6,284,824.	6,284,824.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 7)	6,814.	5,580.	5,580.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,987,225.	6,308,114.	6,308,114.
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)	0	0	
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	5,987,225.	6,308,114.	
	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)	5,987,225.	6,308,114.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,987,225.	6,308,114.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,987,225.
2	Enter amount from Part I, line 27a	2	-69,158.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	390,047.
4	Add lines 1, 2, and 3	4	6,308,114.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,308,114.

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 PART IV SCHEDULE			
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				
b				
c				
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				
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 } 2 175,110.

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 0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	320,029.	6,306,482.	0.050746
2010	279,007.	6,048,045.	0.046132
2009	332,201.	5,718,710.	0.058090
2008	343,173.	7,513,740.	0.045673
2007	347,040.	7,411,361.	0.046825

2	**Total** of line 1, column (d)	2	0.247466
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	0.049493
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,958,757.
5	Multiply line 4 by line 3	5	294,917.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,549.
7	Add lines 5 and 6	7	297,466.
8	Enter qualifying distributions from Part XII, line 4	8	324,101.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	2,549.
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	2,549.
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	2,549.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,657.		
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	5,657.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,108.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 3,108. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ____________ (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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC,			
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* ATCH 9	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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* ▶ W. JACKSON PARHAM *Telephone no* ▶ 919-442-1545

Located at ▶ATTACHMENT 10 ZIP+4 ▶ 27517

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

			Yes	No
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		X
	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		X
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 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? ☐ Yes ☒ 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		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 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		
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

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** Yes: X No:

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? . . ATCH 11 . . . . ☒ 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** Yes: No: 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? **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
ATCH 12		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
ATCH 13		59,471.
Total number of others receiving over $50,000 for professional services . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (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 NONE	
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	6,030,492.
b	Average of monthly cash balances	1b	19,007.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,049,499.
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	6,049,499.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	90,742.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,958,757.
6	**Minimum investment return.** Enter 5% of line 5	6	297,938.

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	297,938.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,549.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,549.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	295,389.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	295,389.
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	295,389.

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	324,101.
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	324,101.
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	2,549.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	321,552.

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					295,389.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years: 20 10 ,20 09 ,20 08					
3	Excess distributions carryover, if any, to 2012					
a	From 2007					
b	From 2008					
c	From 2009	16,657.				
d	From 2010					
e	From 2011	10,715.				
f	Total of lines 3a through e		27,372.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 324,101.					
a	Applied to 2011, but not more than line 2a					
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 2012 distributable amount					295,389.
e	Remaining amount distributed out of corpus		28,712.			
5	Excess distributions carryover applied to 2012 *(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		56,084.			
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 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					
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 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		56,084.			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009	16,657.				
c	Excess from 2010					
d	Excess from 2011	10,715.				
e	Excess from 2012	28,712.				

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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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(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).)

N/A

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.

N/A

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:

ATCH 14

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

ATCH 15

c Any submission deadlines:

MARCH 1ST AND SEPTEMBER 1ST.

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

ATCH 16

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 17				
Total ▶ 3a				300,000.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	158,896.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	175,110.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				334,006.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . . 13 334,006.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of.			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Henry A. Dudley | 11-11-2013 | VICE CHAIRMAN

Signature of officer or trustee | Date | Title

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
W. CRAIG THOMPSON		11/7/13		P00295094

Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC — Firm's EIN ▶ 54-1341318

Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206
HERNDON, VA 20170-4467 — Phone no 703-478-0320

Form **990-PF** (2012)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					73,569.	
		LT GAIN, PUBLICLY TRADED SECURITIES, BNY				P	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
1,403,142.		1,301,601.					101,541.	
TOTAL GAIN(LOSS)							175,110.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM INVESTMENTS	158,896.	158,896.
TOTAL	158,896.	158,896.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSSELL EVANS & THOMPSON	35,091.	17,546.		17,545.
TOTALS	35,091.	17,546.		17,545.

THE MARJORIE MERRIWEATHER POST FOUNDATION

52-6054705

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ETON ADVISORY FEES	59,471.	53,524.	5,947.
OTHER CUSTODIAL FEES	6,088.	5,479.	609.
TOTALS	65,559.	59,003.	6,556.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,339.	2,339.
TOTALS	2,339.	2,339.

THE MARJORIE MERRIWEATHER POST FOUNDATION

52-6054705

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER EXPENSES	175.	175.
TOTALS	175.	175.

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
37496.617 ABSOLUTE STRATEGIES FUND (ASFIX)	415,463.	415,463.
2993.058 JONAS LANGE LASALLE INCOME PROPERTY TRUST INC.	160,218.	160,218.
37831.829PIMCO ALL ASSET ALL AUTHORITY FUND	419,555.	419,555.
3103.165 RIDGEWORTH SEIX FLTG RATE HIGH INCOME FUND	27,866.	27,866.
20452.631 BRIDGEWAY FD INC (BRSIX) ULTRA-SMALL INDX POR	255,658.	255,658.
6487.442 KALMAR POOLED INVT SM CAP (KGSCX) GWTH WI VALUE	105,097.	105,097.
3565.765 HARRIS ASSOC INVT TR OAKMARK INTL FD (OAKEX)	49,849.	49,849.
13058.204IVA INTL FD (IVIQX)	203,447.	203,447.
114.9 MAINSTAY EPOCH GLOBAL CHOICE FD (EPACX)	1,949.	1,949.
22556.267 TOUCHSTONE SANDS CAPITAL INSTL GRWTH FUND	386,163.	386,163.
8660.354 VANGUARD INSTL INDEX FD SH BEN INT (VINIX)	1,130,349.	1,130,349.
10274.073 VANGUARD FTSE ALL-WORLD EX-US (VFWIX) INDEX FD	183,906.	183,906.
8930.542 CHAMPLAIN MID CAP	104,041.	104,041.
6143.583 HARDING LOEVNER FRONT EMRG MKTS PORTFOLIO (HFLMX)	44,848.	44,848.
4094.788 LAZARD EMRG MKTS FD (LZEMX)	80,012.	80,012.
18142.006 ABS OPTY FD (AOFOX)	207,907.	207,907.
2831.144 ARTIO GLOBAL HIGH INCOME FUND	28,142.	28,142.
36741.849 DOUBLELINE TOTAL RETURN BOND FUND	416,285.	416,285.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
14172.05 EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND	139,311.	139,311.
64245.226 PIMCO COMMODITY RR STRAT-INS COMMODITY REALRETURN STRATEGY FD	426,588.	426,588.
24280.88 PIMCO UNCONSTRAINED BOND FUND	278,745.	278,745.
19242.827 PROFESSIONALLY MANAGED PORTFOLIOS OSTERWEIS STRATEGIC INCOME	224,179.	224,179.
3328.606 PIMCO FOREIGN BOND FUND UNHEDGED	36,249.	36,249.
21942.466 TWEEDY BROWNE WW HIGH DIVID. YIELD VALUE FD	222,936.	222,936.
3338.892 HARBOR FD INTL FD (HAINX)	207,412.	207,412.
16296.076 LONGLEAF PARTNERS FDS TR SH BEN INT (LLPFX)	430,053.	430,053.
5925.211 VANGUARD DIVIDEND GROWTH FUND(VDIGX)	98,596.	98,596.
TOTALS	6,284,824.	6,284,824.

THE MARJORIE MERRIWEATHER POST FOUNDATION

52-6054705

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM BROKER	5,580.	5,580.
TOTALS	5,580.	5,580.

ATTACHMENT 8

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENT SECURITIES	390,047.
TOTAL	390,047.

ATTACHMENT 9

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

IN ACCORDANCE WITH OTR NOTICE 2009-1 ISSUED BY THE GOVERNMENT OF THE DISTRICT OF COLUMBIA OFFICE OF TAX AND REVENUE (OTR), FOR YEARS AFTER 12/31/2008, DC NONPROFIT ORGANIZATIONS ARE NOT REQUIRED TO FILE A COPY OF THEIR FORM 990-PF WITH THE OTR.

ATTACHMENT 10

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

C/O ETON ADVISORS, LP, 5915 FARRINGTON R CHAPEL HILL, NC

The Marjorie Merriweather Post Foundation
EIN: 52-6054705
Part VII - B, Question 5c
Form 990-PF
December 31, 2012

EXPENDITURE RESPONSIBILITY STATEMENT FOR THE YEAR 2012

Pursuant to Internal Revenue Code Regulation Section 53.4945-5(d)(2), the Marjorie Merriweather Post Foundation provides the following information:

(i.) <u>Grantee</u>:

Hillwood Museum and Gardens Foundation
4155 Linnean Avenue, NW
Washington, DC 20008

(ii.) <u>Amount of Grants</u>:

June 21, 2012 - $65,000 (June exhibit Prêt ã Papier)
December 20, 2012 - $39,000 (2013 Spring Exhibit - Pageant of the TZARS)

(iii.) <u>Purpose of Grants</u>:

The above grants were to sponsor exhibits presented by the grantee in connection with their charitable and educational purposes.

(iv.) and
(vi.) <u>Reports</u>:

The Hillwood Museum and Gardens Foundation submitted full and complete reports of its expenditures showing that the amounts provided were expended on the June 2012 exhibit in 2012 and the grant for the 2013 Spring Exhibit were disbursed as follows:

2012	$14,000
2013	$25,000

(v.) <u>Diversions</u>:

To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

(vii.) <u>Verification</u>:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment 11

The Marjorie Merriweather Post Foundation
EIN: 52-6054705
Part VII - B, Question 5c
Form 990-PF
December 31, 2012

EXPENDITURE RESPONSIBILITY STATEMENT FOR THE YEAR 2011 GRANT COMPLETED IN 2012

Pursuant to Internal Revenue Code Regulation Section 53.4945-5(d)(2), the Marjorie Merriweather Post Foundation provides the following information:

(i.) Grantee:

Hillwood Museum and Gardens Foundation
4155 Linnean Avenue, NW
Washington, DC 20008

(ii.) Amount of Grants:

December 21, 2011 - $37,500 (2012 Spring Exhibit - The Style that Rules the Empires, Russia and Napoleon 1812)

(iii.) Purpose of Grants:

The above grant was to sponsor exhibit presented by the grantee in connection with their charitable and educational purposes.

(iv.) and
(vi.) Reports:

The Hillwood Museum and Gardens Foundation submitted full and complete reports of its expenditures showing that $33,000 was expended in 2011 and $4,500 was expended in 2012.

(v.) Diversions:

To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

(vii.) Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment 11a

THE MARJORIE MERRIWEATHER POST FOUNDATION

52-6054705

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SPOTSWOOD DUDLEY C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	VICE CHAIRMAN 1.00	0	0	0
LEONARD L. SILVERSTEIN C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	TREASURER 1.00	0	0	0
HENRY A. DUDLEY, JR. C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	VICE CHAIRMAN 1.00	0	0	0
NINA CRAIG RUMBOUGH C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	CHAIRPERSON 1.00	0	0	0
ELLEN MACNEILLE CHARLES C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	TRUSTEE 1.00	0	0	0

THE MARJORIE MERRIWEATHER POST FOUNDATION 52-6054705

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PATTIE J. HEBERT C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517 MS. HEBERT IS WITH ETON ADVISORS. THIS FIRM PROVIDES INVESTMENT AND ADMINISTRATIVE SERVICES TO THE FOUNDATION. THE FEES PAID ARE REASONABLE AND COMMENSURATE WITH THE SERVICES PROVIDED. (SEE ATCH 3)	SECRETARY 1.00	0	0	0
GEORGE D IVERSON C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD, SUITE 202 CHAPEL HILL, NC 27517	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 13

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
ETON ADVISORS, LP 5915 FARRINGTON ROAD SUITE 202 CHAPEL HILL, NC 27517 INVESTMENT ADVISORY FEES		59,471.
TOTAL COMPENSATION		59,471.

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

W. JACKSON PARHAM, C/O ETON ADVIS.
5915 FARRINGTON ROAD, #202
CHAPEL HILL, NC 27517
919-442-1545

ATTACHMENT 15

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

NO FORMS PROVIDED; HOWEVER, GRANT REQUESTS SHOULD INCLUDE BRIEF DESCRIPTION OF CHARITY, FUNDS REQUESTED AND PURPOSE OF GRANT.

ATTACHMENT 16

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

NO GRANTS ARE MADE TO INDIVIDUALS. AWARDS ARE ONLY MADE TO QUALIFIED IRC 501 (C)(3) PUBLIC CHARITIES OR PRIVATE OPERATING FOUNDATIONS EXEMPT UNDER IRC 4942(J)(3) BASED IN THE TERRITORIAL UNITED STATES OF AMERICA.

THE MARJORIE MERRIWEATHER POST FOUNDATION 52-6054705

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE ATTACHED	NONE; SECT. 4942(J)(3), OR 509(A)(1)OR(2)	GENERAL PURPOSES AND TO HELP FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION. ALL ORGANIZATIONS ARE 501(C)(3) PUBLIC CHARITIES OR 4942(J)(3) PRIVATE OPERATING FOUNDATIONS . SEE ATTACHMENT FOR DETAILS.	300,000.
		TOTAL CONTRIBUTIONS PAID	300,000.

The Marjorie Merriweather Post Foundation
2012 Grants Paid

EIN 52-6054705
Page 11 Part XV3

Name	Purpose of Grant	Amount Disbursed	Address
University of Virginia McIntire School of Commerce Foundation	To Support Faculty and Scholarships Students	$ 10,000	McIntire School of Commerce, Attn Dean Carl Zeithaml, University of Virginia, Rouse Robertson Hall, P O Box 400173, Charlottsville, VA 22903
Landon School Corporation	Annual Fund to support Scholarships and Faculty Salaries	$ 10,000	Landon School, Attn Mr David Armstrong, 6101 Wilson Lane, Bethesda, MD 20817- 3199
Hillwood Museum and Garden Foundation	June Exhibit	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Kate Markert, 4155 Linnean Aware NW, Washington, DC 20008
Acumen Fund, Inc	Acumen Fund is a non-profit global venture fund that uses entrepreneurial approaches to solve the problems of global poverty They seek to prove that small amounts of philanthropic capital, combined with large doses of business acumen, can build thriving enterprises that serve vast numbers of the poor Their investments focus on delivering affordable, critical goods and services — like health, water, housing and energy — through innovative, market-oriented approaches Grant for general support	$ 7,500	Acumen Fund, 78 Ninth Avenue, Suite 315, New York, NY 10011
American Museum of Natural History - Center for Bio-Diversity	For the Center of Biodiversity and Conservation (CBC) CBC's activities integrate scientific research, education and outreach so that people, themselves a primary cause of the rapid loss of biochemistry, will become participants in its conservation	$ 5,000	American Museum of Natural History, Attn Ms Kimberly Thompson-Almanzor, Central Park West at 79th Street, New York, NY 10024-5192
Schoolyard Films Inc	Support the making of educational material	$ 7,500	Schoolyard Films Inc, C/O Thomas Fitz, 12441 Ridge Road, North Palm Beach, FL 33408
Hillwood Museum and Garden Foundation	June Exhibit	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Ave NW, Washington, DC 20008
Hillwood Museum and Garden Foundation	June Exhibit	$ 15,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008
Tudor Place Foundation	To provide operating funds for the Tudor Place	$ 15,000	Tudor Place Historic House 1644 31st Street NW, Washington, DC 20007

The Marjorie Merriweather Post Foundation
2012 Grants Paid

EIN 52-6054705
Page 11 Part XV3

Name	Purpose of Grant	Amount Disbursed	Address
National Symphony Orchestra Association of Washington, DC	The NSO is a major institution in the nation's capital and contributes enormously to the cultural and educational life of its citizens	$ 20,000	John F Kennedy Center for the Performing Arts, Attn Ms Marie Mattson, Vice President, Development Office, Washington, DC 20566
Hillwood Museum and Garden Foundation	June Exhibit	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008
Hillwood Museum and Garden Foundation	June Exhibit	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Joan Wetmore, 4155 Linnean Avenue NW, Washington, DC 20008
Pingree School	General Support	$ 15,000	Pingree School, Attn Kim Moore , 537 Highland Street, South Hamilton MA, 01982
Avon Old Farms School	Kevin Driscoll Scholarship Fund	$ 5,000	Avon Old Farms School Attn Peter Evan 500 Old Farms Road, Avon, CT 06001
University of Virginia Law School Foundation	To support the Henry A Dudley scholarship program, providing scholarships to worthy students	$ 10,000	University of Virginia School of Law, Attn Ms Helen Snyder, 580 Massie Road, Charlottesville, VA 22903
Princeton University	To be used for the annual giving fund to allow Princeton to provide extraordinary opportunities for learning and discovery to extend the financial aid program to every student who needs it and to help meet emerging needs and challenges	$ 10,000	Princeton University, Attn Annual Giving , P O Box 5357, Princeton NJ, 08543-9973
Hillwood Museum and Garden Foundation	June Exhibit	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Ave NW, Washington, DC 20008
University of Virginia McIntire School of Commerce Foundation	Annual Fund to operate school programs	$ 7,500	McIntire School of Commerce, Attn Dean Carl Zeithaml, University of Virginia, Rouse Robertson Hall, P O Box 400173, Charlottesville, VA 22903
Landon School Corporation	To support minority scholarships program	$ 7,500	Landon School, Attn Mr David Armstrong 6101 Wilson lane Bethesda, MD 20817-3199
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 5,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008
American Museum of Natural History- Center for Bio-Diversity	For the Center of Biodiversity and Conservation (CBC) CBCs activities integrate scientific research, education and outreach so that people, themselves a primary cause of the rapid loss *of* biodiversity, will become participants In Its conservation	$ 5,000	American Museum of Natural History, Attn Ms Kimberly Thompson-Almanzor, Central Park West at 79th Street, NewYork, NY 10024-S192
American Red *Cross*	Hurricane Sandy - Relief	$ 5,000	P 0 Box 4002018 Des Moines, IA 50340-2108
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 10,000	Hillwood Museum & Gardens Foundation, Attn Frederick Rsher, 4155 Linnean Avenue NW, Washington, DC 20008
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 10,000	Hillwood Museum & Gardens Foundation,Attn Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC20008
Tudor Place Foundation	To provide operating funds for the Tudor Place	$ 10,000	Tudor Place Historic House 1644 31st Street NW Washington DC 20007
National Symphony Orchestra Association of Washington, DC	The NSO is a major institution in the nation's capital and contributes enormously to the cultural and educational life of its citizens	$ 15,000	John F Kennedy Center for the Performing Arts Attn Ms Marie Mattson, Vice President, Development Office, Washington, DC 20566

The Marjorie Merriweather Post Foundation
2012 Grants Paid

EIN 52-6054705
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Name	Purpose of Grant	Amount Disbursed	Address
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 5,000	Hillwood Museum & Gardens Foundation Attn Joan Wetmore, 4155 Linnean Avenue NW, Washington, DC 20008
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 4,000	Hillwood Museum & Gardens Foundation Attn Joan Wetmore, 4155 Linnean Avenue NW, Washington, DC 20008
Pingree School	To be used for student financial aid 2012/2013	$ 16,000	Pingree School Attn Kim Moore, 537 Highland Street, South Hamilton MA, 01982
University of Virginia Law School Foundation	To support the Henry A Dudley scholarship program, providing scholarships to worthy students	$ 10,000	University of Virginia School of Law, Attn Ms Helen Snyder, 580 Massie Road, Charlottesville, VA 22903
Hillwood Museum and Garden Foundation	Support Spring Exhibition Pageant of the Tsars Coronation Albums of the Romanovs	$ 5,000	Hillwood Museum & Gardens Foundation, Attn Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008
So Others Might Eat	To help feed the poor and homeless in Washington, DC SOME provides programs and senders that address both immediate needs such as food and clothing, as well as longterm needs such as health care, mental health treatment, addictions treatement, job training and education, and affordable housing	$ 5,000	SOME, Inc (So Others Might Eat), Attn Megan Gannon, 71 0 Street NW, Washington, DC 20001
Total		$ 300,000	