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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

2012

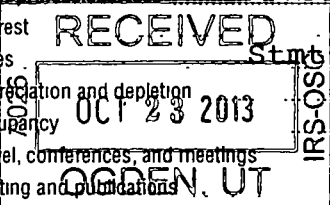
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

|                                                                                                                                                                                                                                                                                                       |                                                                                                                                                 |                                                                                                                                                                              |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>John T. Gorman Foundation</b>                                                                                                                                                                                                                                                |                                                                                                                                                 | A Employer identification number<br><b>01-0498551</b>                                                                                                                        |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>One Canal Plaza</b>                                                                                                                                                                                           | Room/suite<br><b>800</b>                                                                                                                        | B Telephone number<br><b>(207) 518-6784</b>                                                                                                                                  |
| City or town, state, and ZIP code<br><b>Portland, ME 04101</b>                                                                                                                                                                                                                                        |                                                                                                                                                 | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                 | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                     |                                                                                                                                                 | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16)<br><b>\$ 179,667,955.</b>                                                                                                                                                                                          | J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |

| Part I Analysis of Revenue and Expenses<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) |                                                                                     | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                            | 1 Contributions, gifts, grants, etc., received                                      | 2,735,864.                         |                           | N/A                     |                                                             |
|                                                                                                                                                    | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                | 422,834.                           | 422,834.                  |                         | Statement 1                                                 |
|                                                                                                                                                    | 4 Dividends and interest from securities                                            | 1,284,839.                         | 1,284,839.                |                         | Statement 2                                                 |
|                                                                                                                                                    | 5a Gross rents                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                    | b Net rental income or (loss)                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                            | 2,287,768.                         |                           |                         |                                                             |
|                                                                                                                                                    | b Gross sales price for all assets on line 6a                                       | 47,590,433.                        |                           |                         |                                                             |
|                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2)                                    |                                    | 2,287,768.                |                         |                                                             |
|                                                                                                                                                    | 8 Net short-term capital gain                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 9 Income modifications                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 10a Gross sales less returns and allowances                                         |                                    |                           |                         |                                                             |
| b Less: Cost of goods sold                                                                                                                         |                                                                                     |                                    |                           |                         |                                                             |
| c Gross profit or (loss)                                                                                                                           |                                                                                     |                                    |                           |                         |                                                             |
| 11 Other income                                                                                                                                    |                                                                                     | 229,390.                           |                           |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                                                                                   | 6,731,305.                                                                          | 4,224,831.                         |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                              | 13 Compensation of officers, directors, trustees, etc.                              | 279,295.                           | 24,019.                   |                         | 255,276.                                                    |
|                                                                                                                                                    | 14 Other employee salaries and wages                                                | 396,880.                           | 34,166.                   |                         | 362,714.                                                    |
|                                                                                                                                                    | 15 Pension plans, employee benefits                                                 | 49,276.                            | 4,165.                    |                         | 45,111.                                                     |
|                                                                                                                                                    | 16a Legal fees Stmt 3                                                               | 8,409.                             | 4,814.                    |                         | 3,595.                                                      |
|                                                                                                                                                    | b Accounting fees Stmt 4                                                            | 31,426.                            | 1,845.                    |                         | 29,581.                                                     |
|                                                                                                                                                    | c Other professional fees Stmt 5                                                    | 618,663.                           | 538,501.                  |                         | 80,162.                                                     |
|                                                                                                                                                    | 17 Interest                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 18 Taxes Stmt 6                                                                     | 133,326.                           | 41,456.                   |                         | 34,730.                                                     |
|                                                                                                                                                    | 19 Depreciation and depletion                                                       | 45,341.                            | 0.                        |                         |                                                             |
|                                                                                                                                                    | 20 Occupancy                                                                        | 84,930.                            | 5,931.                    |                         | 78,999.                                                     |
|                                                                                                                                                    | 21 Travel, conferences, and meetings                                                | 13,526.                            | 1,300.                    |                         | 12,226.                                                     |
|                                                                                                                                                    | 22 Printing and publications                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 23 Other expenses Stmt 7                                                            | 47,980.                            | 1,028.                    |                         | 66,692.                                                     |
|                                                                                                                                                    | 24 Total operating and administrative expenses. Add lines 13 through 23             | 1,709,052.                         | 657,225.                  |                         | 969,086.                                                    |
|                                                                                                                                                    | 25 Contributions, gifts, grants paid                                                | 6,328,696.                         |                           |                         | 6,328,696.                                                  |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                           | 8,037,748.                                                                          | 657,225.                           |                           | 7,297,782.              |                                                             |
| 27 Subtract line 26 from line 12                                                                                                                   |                                                                                     |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                | <1,306,443.>                                                                        |                                    |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                   |                                                                                     | 3,567,606.                         |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                     |                                                                                     |                                    | N/A                       |                         |                                                             |



**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

|                                                                                           |                                                                                       | Beginning of year | End of year    |                       |
|-------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                                                                                           |                                                                                       | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                                                                             | 1 Cash - non-interest-bearing                                                         | 538,279.          | 757,865.       | 757,865.              |
|                                                                                           | 2 Savings and temporary cash investments                                              | 28,567,508.       | 19,197,576.    | 19,197,576.           |
|                                                                                           | 3 Accounts receivable ▶                                                               |                   |                |                       |
|                                                                                           | Less: allowance for doubtful accounts ▶                                               |                   |                |                       |
|                                                                                           | 4 Pledges receivable ▶                                                                |                   |                |                       |
|                                                                                           | Less: allowance for doubtful accounts ▶                                               |                   |                |                       |
|                                                                                           | 5 Grants receivable                                                                   |                   |                |                       |
|                                                                                           | 6 Receivables due from officers, directors, trustees, and other disqualified persons  |                   |                |                       |
|                                                                                           | 7 Other notes and loans receivable ▶                                                  |                   |                |                       |
|                                                                                           | Less: allowance for doubtful accounts ▶                                               |                   |                |                       |
|                                                                                           | 8 Inventories for sale or use                                                         |                   |                |                       |
|                                                                                           | 9 Prepaid expenses and deferred charges                                               | 3,317.            | 40,942.        | 40,942.               |
|                                                                                           | 10a Investments - US and state government obligations                                 |                   |                |                       |
|                                                                                           | b Investments - corporate stock Stmt 9                                                | 6,839,478.        | 77,502,513.    | 77,502,513.           |
|                                                                                           | c Investments - corporate bonds                                                       |                   |                |                       |
| <b>Liabilities</b>                                                                        | 11 Investments - land, buildings, and equipment basis ▶                               |                   |                |                       |
|                                                                                           | Less: accumulated depreciation ▶                                                      |                   |                |                       |
|                                                                                           | 12 Investments - mortgage loans                                                       |                   |                |                       |
|                                                                                           | 13 Investments - other Stmt 10                                                        | 142,186,224.      | 81,827,515.    | 81,827,515.           |
|                                                                                           | 14 Land, buildings, and equipment basis ▶ 393,315.                                    |                   |                |                       |
|                                                                                           | Less: accumulated depreciation Stmt 11 ▶ 51,771.                                      | 370,017.          | 341,544.       | 341,544.              |
|                                                                                           | 15 Other assets (describe ▶)                                                          |                   |                |                       |
|                                                                                           | 16 Total assets (to be completed by all filers)                                       | 178,504,823.      | 179,667,955.   | 179,667,955.          |
|                                                                                           | 17 Accounts payable and accrued expenses                                              | 92,408.           | 52,968.        |                       |
|                                                                                           | 18 Grants payable                                                                     |                   |                |                       |
| <b>Net Assets or Fund Balances</b>                                                        | 19 Deferred revenue                                                                   |                   |                |                       |
|                                                                                           | 20 Loans from officers, directors, trustees, and other disqualified persons           |                   |                |                       |
|                                                                                           | 21 Mortgages and other notes payable                                                  |                   |                |                       |
|                                                                                           | 22 Other liabilities (describe ▶ Statement 12)                                        | 0.                | 21,464.        |                       |
|                                                                                           | 23 Total liabilities (add lines 17 through 22)                                        | 92,408.           | 74,432.        |                       |
| <b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> | 24 Unrestricted                                                                       | 178,412,415.      | 179,593,523.   |                       |
|                                                                                           | 25 Temporarily restricted                                                             |                   |                |                       |
|                                                                                           | 26 Permanently restricted                                                             |                   |                |                       |
|                                                                                           | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> |                   |                |                       |
|                                                                                           | 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                                                  | 178,412,415.      | 179,593,523.   |                       |
| 31 Total liabilities and net assets/fund balances                                         | 178,504,823.                                                                          | 179,667,955.      |                |                       |

**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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 178,412,415. |
| 2 Enter amount from Part I, line 27a                                                                                                                            | 2 | <1,306,443.> |
| 3 Other increases not included in line 2 (itemize) ▶ Unrealized Gains on Investments                                                                            | 3 | 14,209,632.  |
| 4 Add lines 1, 2, and 3                                                                                                                                         | 4 | 191,315,604. |
| 5 Decreases not included in line 2 (itemize) ▶ See Statement 8                                                                                                  | 5 | 11,722,081.  |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30                                                         | 6 | 179,593,523. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a Publicly Traded Securities</b>                                                                                               | <b>P</b>                                         |                                      |                                  |
| <b>b</b>                                                                                                                           |                                                  |                                      |                                  |
| <b>c</b>                                                                                                                           |                                                  |                                      |                                  |
| <b>d</b>                                                                                                                           |                                                  |                                      |                                  |
| <b>e</b>                                                                                                                           |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b> 47,590,433.  |                                            | 45,302,665.                                     | 2,287,768.                                   |
| <b>b</b>              |                                            |                                                 |                                              |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                 | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| (i) FMV as of 12/31/69                                                                      | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any |                                                                                                 |
| <b>a</b>                                                                                    |                                      |                                                 | 2,287,768.                                                                                      |
| <b>b</b>                                                                                    |                                      |                                                 |                                                                                                 |
| <b>c</b>                                                                                    |                                      |                                                 |                                                                                                 |
| <b>d</b>                                                                                    |                                      |                                                 |                                                                                                 |
| <b>e</b>                                                                                    |                                      |                                                 |                                                                                                 |

|                                                                                                                                                                                        |          |            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>2</b> Capital gain net income or (net capital loss)<br>{ If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                          | <b>2</b> | 2,287,768. |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c)<br>If (loss), enter -0- in Part I, line 8 } | <b>3</b> | N/A        |

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

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

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

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

☐ Yes ☒ No

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

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

| (a) Base period years<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------|---------------------------------------|-------------------------------------------|----------------------------------------------------------|
| 2011                                                              | 6,720,764.                            | 162,952,870.                              | .041244                                                  |
| 2010                                                              | 1,585,078.                            | 56,257,648.                               | .028175                                                  |
| 2009                                                              | 1,314,617.                            | 27,951,622.                               | .047032                                                  |
| 2008                                                              | 1,294,328.                            | 26,671,385.                               | .048529                                                  |
| 2007                                                              | 1,074,080.                            | 27,060,139.                               | .039692                                                  |

|                                                                                                                                                                                                                              |          |              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|--------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                                                         | <b>2</b> | .204672      |
| <b>3</b> 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                                        | <b>3</b> | .040934      |
| <b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5                                                                                                                                        | <b>4</b> | 172,607,003. |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                                                           | <b>5</b> | 7,065,495.   |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                          | <b>6</b> | 35,676.      |
| <b>7</b> Add lines 5 and 6                                                                                                                                                                                                   | <b>7</b> | 7,101,171.   |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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<br>See the Part VI instructions | <b>8</b> | 7,297,782.   |

**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.<br>Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions) |    | 1       | 35,676. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                          |    | 2       | 0.      |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                              |    | 3       | 35,676. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                           |    | 4       | 0.      |
| 3 Add lines 1 and 2                                                                                                                                                                                                                   |    | 5       | 35,676. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         |    |         |         |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                             |    |         |         |
| 6 Credits/Payments.                                                                                                                                                                                                                   |    |         |         |
| a 2012 estimated tax payments and 2011 overpayment credited to 2012                                                                                                                                                                   | 6a | 63,001. |         |
| b Exempt foreign organizations - tax withheld at source                                                                                                                                                                               | 6b |         |         |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                 | 6c | 30,000. |         |
| d Backup withholding erroneously withheld                                                                                                                                                                                             | 6d |         |         |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                 | 7  | 93,001. |         |
| 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 | 57,325. |         |
| 11 Enter the amount of line 10 to be Credited to 2013 estimated tax                                                                                                                                                                   | 11 | 0.      |         |

**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   |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>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   |
| 1c 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:<br>(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?<br>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?<br>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:<br>• By language in the governing instrument, or<br>• 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?<br>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"/> ME                                                                                                                                                                                                          |     |     |
| 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                                                                                                                                                                                                      |     | X   |

Form 990-PF (2012)

**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?<br>Website address <b>www.jtgfoundation.org</b>                                                                                                                                                            | 13 | X   |    |
| 14 | The books are in care of <b>Michael Bevilacqua</b> Telephone no <b>(207) 518-6784</b><br>Located at <b>One Canal Plaza, Portland, ME</b> ZIP+4 <b>04101</b>                                                                                                                                                                    |    |     |    |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year                                                                                                                                            | 15 | N/A |    |
| 16 | At any time during calendar year 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country | 16 | Yes | No |
|    |                                                                                                                                                                                                                                                                                                                                |    |     | X  |

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

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

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Yes                                                                 | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|----|
| <b>1a</b> 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 checked="" type="checkbox"/> Yes <input 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>b</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)?<br>Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                                      | 1b                                                                  | X  |
| <b>c</b> 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  |
| <b>2</b> 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)):                                                                                                                                                                                                                                                                                                                  |                                                                     |    |
| <b>a</b> 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?<br>If "Yes," list the years                                                                                                                                                                                                                                                                                                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| <b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)                                                                                                                                                                                       | N/A                                                                 | 2b |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>▶                                                                                                                                                                                                                                                                                                                                                                           |                                                                     |    |
| <b>3a</b> 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>b</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.) | N/A                                                                 | 3b |
| <b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                | 4a                                                                  | X  |
| <b>b</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)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| See Statement 13     |                                                           | 264,004.                                  | 15,291.                                                               | 0.                                    |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000       | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| Nicole Witherbee - One Canal Plaza, Suite 800, Portland, ME 04101   | Senior Associate<br>40.00                                 | 135,715.         | 12,963.                                                               | 0.                                    |
| Michael Bevilacqua - One Canal Plaza, Suite 800, Portland, ME 04101 | Director, Finance & Administration<br>40.00               | 125,432.         | 15,869.                                                               | 0.                                    |
| Lauralee Raymond - One Canal Plaza, Suite 800, Portland, ME 04101   | Program Assistant<br>40.00                                | 49,152.          | 6,518.                                                                | 0.                                    |
|                                                                     |                                                           |                  |                                                                       |                                       |
|                                                                     |                                                           |                  |                                                                       |                                       |
|                                                                     |                                                           |                  |                                                                       |                                       |

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

0

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

| (a) Name and address of each person paid more than \$50,000          | (b) Type of service          | (c) Compensation |
|----------------------------------------------------------------------|------------------------------|------------------|
| Cambridge Associates<br>125 High Street, Boston, MA 02110            | Investment Advisory Services | 306,092.         |
| Northern Trust Company<br>50 South LaSalle Street, Chicago, IL 60603 | Investment Custody Services  | 51,997.          |
|                                                                      |                              |                  |
|                                                                      |                              |                  |
|                                                                      |                              |                  |
|                                                                      |                              |                  |

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

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

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

|          |                                                                                                            |           |              |
|----------|------------------------------------------------------------------------------------------------------------|-----------|--------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes |           |              |
| <b>a</b> | Average monthly fair market value of securities                                                            | <b>1a</b> | 149,524,847. |
| <b>b</b> | Average of monthly cash balances                                                                           | <b>1b</b> | 25,710,689.  |
| <b>c</b> | Fair market value of all other assets                                                                      | <b>1c</b> |              |
| <b>d</b> | Total (add lines 1a, b, and c)                                                                             | <b>1d</b> | 175,235,536. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | <b>1e</b> | 0.           |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                       | <b>2</b>  | 0.           |
| <b>3</b> | Subtract line 2 from line 1d                                                                               | <b>3</b>  | 175,235,536. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  | <b>4</b>  | 2,628,533.   |
| <b>5</b> | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4       | <b>5</b>  | 172,607,003. |
| <b>6</b> | Minimum investment return. Enter 5% of line 5                                                              | <b>6</b>  | 8,630,350.   |

**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.)

|           |                                                                                                    |           |            |
|-----------|----------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                      | <b>1</b>  | 8,630,350. |
| <b>2a</b> | Tax on investment income for 2012 from Part VI, line 5                                             | <b>2a</b> | 35,676.    |
| <b>b</b>  | Income tax for 2012 (This does not include the tax from Part VI)                                   | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b                                                                                | <b>2c</b> | 35,676.    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                              | <b>3</b>  | 8,594,674. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                          | <b>4</b>  | 0.         |
| <b>5</b>  | Add lines 3 and 4                                                                                  | <b>5</b>  | 8,594,674. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                             | <b>6</b>  | 0.         |
| <b>7</b>  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 8,594,674. |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                   |           |            |
|----------|-----------------------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                         |           |            |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26                                                     | <b>1a</b> | 7,297,782. |
| <b>b</b> | Program-related investments - total from Part IX-B                                                                                | <b>1b</b> | 0.         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | <b>2</b>  |            |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                               |           |            |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                    | <b>3a</b> |            |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                             | <b>3b</b> |            |
| <b>4</b> | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                        | <b>4</b>  | 7,297,782. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | <b>5</b>  | 35,676.    |
| <b>6</b> | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                    | <b>6</b>  | 7,262,106. |

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

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**Part XIII** Undistributed Income (see instructions)

|                                                                                                                                                                            | (a)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7                                                                                                                       |               |                            |             | 8,594,674.  |
| 2 Undistributed income, if any, as of the end of 2012                                                                                                                      |               |                            |             |             |
| a Enter amount for 2011 only                                                                                                                                               |               |                            | 3,676,424.  |             |
| b Total for prior years                                                                                                                                                    |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2012:                                                                                                                         |               |                            |             |             |
| a From 2007                                                                                                                                                                |               |                            |             |             |
| b From 2008                                                                                                                                                                |               |                            |             |             |
| c From 2009                                                                                                                                                                |               |                            |             |             |
| d From 2010                                                                                                                                                                |               |                            |             |             |
| e From 2011                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 0.            |                            |             |             |
| 4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 7,297,782.                                                                                                  |               |                            |             |             |
| a Applied to 2011, but not more than line 2a                                                                                                                               |               |                            | 3,676,424.  |             |
| b Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| d Applied to 2012 distributable amount                                                                                                                                     |               |                            |             | 3,621,358.  |
| e Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))                                         | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:                                                                                                                   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                         | 0.            |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions                                                                                                          |               | 0.                         |             |             |
| e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr.                                                                                  |               |                            | 0.          |             |
| f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013                                                                |               |                            |             | 4,973,316.  |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)                                                     | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7                                                                                                 | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a                                                                                              | 0.            |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                      |               |                            |             |             |
| a Excess from 2008                                                                                                                                                         |               |                            |             |             |
| b Excess from 2009                                                                                                                                                         |               |                            |             |             |
| c Excess from 2010                                                                                                                                                         |               |                            |             |             |
| d Excess from 2011                                                                                                                                                         |               |                            |             |             |
| e Excess from 2012                                                                                                                                                         |               |                            |             |             |



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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount     |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|------------|
| <b>a</b> Paid during the year                    |                                                                                                                    |                                      |                                     |            |
| See Statement 15                                 |                                                                                                                    |                                      |                                     | 6,328,696. |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3a</b>                           | 6,328,696. |
| <b>b</b> Approved for future payment             |                                                                                                                    |                                      |                                     |            |
| None                                             |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3b</b>                           | 0.         |



## Part XVII

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |          |                                                                                                                                                                                                                                                                                                                                                                                             | Yes   | No |
|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|----|
| <b>1</b> | 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?                                                                                                                                         |       |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of                                                                                                                                                                                                                                                                                                           |       |    |
|          | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                    | 1a(1) | X  |
|          | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                            | 1a(2) | X  |
| <b>b</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  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                            | 1c    | X  |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received |       |    |

[illegible]

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

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

**Sign  
Here**

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

Signature of officer or trustee

10/7/13  
Date

President + CEO

May the IRS discuss this return with the preparer shown below (see instr )?

☐ Yes    ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if  
self-employed

PTIN

Nicholas E. Porto

Firm's name ► **BAKER NEWMAN & NOYES**

Firm's address ► P.O. BOX 507

PORTLAND, ME 04112

Phone no (207) 879-2100

Form **990-PF** (2012)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2012**

Name of the organization

John T. Gorman Foundation

Employer identification number

01-0498551

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).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

Employer identification number

John T. Gorman Foundation

01-0498551

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                            | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                         |
|------------|----------------------------------------------------------------------------------------------|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | Estate of John T. Gorman, Jr.<br>c/o Brann & Isaacson, 184 Main Street<br>Lewiston, ME 04240 | \$ 2,735,864.              | Person <input checked="checked" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |                                                                                              | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |



|                           |                                |
|---------------------------|--------------------------------|
| Name of organization      | Employer identification number |
| John T. Gorman Foundation | 01-0498551                     |

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift                     | (c) Use of gift | (d) Description of how gift is held      |
|---------------------|-----------------------------------------|-----------------|------------------------------------------|
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     | (e) Transfer of gift                    |                 |                                          |
|                     | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     | (e) Transfer of gift                    |                 |                                          |
|                     | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     | (e) Transfer of gift                    |                 |                                          |
|                     | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     | (e) Transfer of gift                    |                 |                                          |
|                     | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     | (e) Transfer of gift                    |                 |                                          |
|                     | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |
|                     |                                         |                 |                                          |

## Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

| Source                                         | Amount   |
|------------------------------------------------|----------|
| Interest Income                                | 422,834. |
| Total to Form 990-PF, Part I, line 3, Column A | 422,834. |

## Form 990-PF Dividends and Interest from Securities Statement 2

| Source                           | Gross Amount | Capital Gains Dividends | Column (A) Amount |
|----------------------------------|--------------|-------------------------|-------------------|
| Dividend Income                  | 1,284,839.   | 0.                      | 1,284,839.        |
| Total to Fm 990-PF, Part I, ln 4 | 1,284,839.   | 0.                      | 1,284,839.        |

## Form 990-PF Legal Fees Statement 3

| Description                | (a)<br>Expenses<br>Per Books | (b)<br>Net Invest-<br>ment Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Legal Fees                 | 8,409.                       | 4,814.                            |                               | 3,595.                        |
| To Fm 990-PF, Pg 1, ln 16a | 8,409.                       | 4,814.                            |                               | 3,595.                        |

## Form 990-PF Accounting Fees Statement 4

| Description                       | (a)<br>Expenses<br>Per Books | (b)<br>Net Invest-<br>ment Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|-----------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Accounting & Tax Preparation Fees | 31,426.                      | 1,845.                            |                               | 29,581.                       |
| To Form 990-PF, Pg 1, ln 16b      | 31,426.                      | 1,845.                            |                               | 29,581.                       |

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Form 990-PF Other Professional Fees Statement 5

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| Description                  | (a)<br>Expenses<br>Per Books | (b)<br>Net Invest-<br>ment Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Investment Management Fees   | 535,752.                     | 535,752.                          |                               | 0.                            |
| Consulting/Management Fees   | 82,911.                      | 2,749.                            |                               | 80,162.                       |
| To Form 990-PF, Pg 1, ln 16c | 618,663.                     | 538,501.                          |                               | 80,162.                       |

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Form 990-PF Taxes Statement 6

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| Description                 | (a)<br>Expenses<br>Per Books | (b)<br>Net Invest-<br>ment Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Excise Taxes                | 57,140.                      | 0.                                |                               | 0.                            |
| Payroll Taxes               | 38,193.                      | 3,463.                            |                               | 34,730.                       |
| Foreign Taxes               | 37,993.                      | 37,993.                           |                               | 0.                            |
| To Form 990-PF, Pg 1, ln 18 | 133,326.                     | 41,456.                           |                               | 34,730.                       |

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Form 990-PF Other Expenses Statement 7

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| Description                 | (a)<br>Expenses<br>Per Books | (b)<br>Net Invest-<br>ment Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Office Expense              | 39,698.                      | 866.                              |                               | 38,832.                       |
| Insurance                   | 8,282.                       | 162.                              |                               | 8,120.                        |
| Accrual to Cash Adjustment  | 0.                           | 0.                                |                               | 19,740.                       |
| To Form 990-PF, Pg 1, ln 23 | 47,980.                      | 1,028.                            |                               | 66,692.                       |

|             |                                                |           |   |
|-------------|------------------------------------------------|-----------|---|
| Form 990-PF | Other Decreases in Net Assets or Fund Balances | Statement | 8 |
|-------------|------------------------------------------------|-----------|---|

| Description                                 | Amount      |
|---------------------------------------------|-------------|
| Prior Period Adjustments for Cost to Market | 11,722,081. |
| Total to Form 990-PF, Part III, line 5      | 11,722,081. |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| Form 990-PF | Corporate Stock | Statement | 9 |
|-------------|-----------------|-----------|---|

| Description                             | Book Value  | Fair Market Value |
|-----------------------------------------|-------------|-------------------|
| Corporate Stock - Statement 14          | 77,502,513. | 77,502,513.       |
| Total to Form 990-PF, Part II, line 10b | 77,502,513. | 77,502,513.       |

|             |                   |           |    |
|-------------|-------------------|-----------|----|
| Form 990-PF | Other Investments | Statement | 10 |
|-------------|-------------------|-----------|----|

| Description                            | Valuation Method | Book Value  | Fair Market Value |
|----------------------------------------|------------------|-------------|-------------------|
| Other Investments - Statement 14       | FMV              | 81,827,515. | 81,827,515.       |
| Total to Form 990-PF, Part II, line 13 |                  | 81,827,515. | 81,827,515.       |

|             |                                                |           |    |
|-------------|------------------------------------------------|-----------|----|
| Form 990-PF | Depreciation of Assets Not Held for Investment | Statement | 11 |
|-------------|------------------------------------------------|-----------|----|

| Description                        | Cost or Other Basis | Accumulated Depreciation | Book Value |
|------------------------------------|---------------------|--------------------------|------------|
| Furniture & Fixtures               | 131,028.            | 17,247.                  | 113,781.   |
| Computers & Equipment              | 27,812.             | 3,661.                   | 24,151.    |
| Leasehold Improvements             | 234,475.            | 30,863.                  | 203,612.   |
| Total To Fm 990-PF, Part II, ln 14 | 393,315.            | 51,771.                  | 341,544.   |

|             |                   |              |
|-------------|-------------------|--------------|
| Form 990-PF | Other Liabilities | Statement 12 |
|-------------|-------------------|--------------|

| <u>Description</u>                     | <u>BOY Amount</u> | <u>EOY Amount</u> |
|----------------------------------------|-------------------|-------------------|
| Deferred Tax Liability                 | 0.                | 21,464.           |
| Total to Form 990-PF, Part II, line 22 | 0.                | 21,464.           |

|             |                                                                             |              |
|-------------|-----------------------------------------------------------------------------|--------------|
| Form 990-PF | Part VIII - List of Officers, Directors<br>Trustees and Foundation Managers | Statement 13 |
|-------------|-----------------------------------------------------------------------------|--------------|

| <u>Name and Address</u>                                                 | <u>Title and<br/>Avrg Hrs/Wk</u>    | <u>Compen-<br/>sation</u> | <u>Employee<br/>Ben Plan<br/>Contrib</u> | <u>Expense<br/>Account</u> |
|-------------------------------------------------------------------------|-------------------------------------|---------------------------|------------------------------------------|----------------------------|
| Weston Bonney<br>One Canal Plaza, Suite 800<br>Portland, ME 04101       | Treasurer & Director<br>2.00        | 0.                        | 0.                                       | 0.                         |
| Shawn O. Gorman<br>One Canal Plaza, Suite 800<br>Portland, ME 04101     | Director<br>2.00                    | 0.                        | 0.                                       | 0.                         |
| Jeffrey J. Gorman<br>One Canal Plaza, Suite 800<br>Portland, ME 04101   | Vice President & Director<br>1.00   | 0.                        | 0.                                       | 0.                         |
| Martha E. Greene<br>One Canal Plaza, Suite 800<br>Portland, ME 04101    | Secretary & Director<br>2.00        | 0.                        | 0.                                       | 0.                         |
| Richard W. Petersen<br>One Canal Plaza, Suite 800<br>Portland, ME 04101 | Director<br>1.50                    | 0.                        | 0.                                       | 0.                         |
| Anthony Cipollone<br>One Canal Plaza, Suite 800<br>Portland, ME 04101   | President, CEO, & Director<br>40.00 | 264,004.                  | 15,291.                                  | 0.                         |
| Totals included on 990-PF, Page 6, Part VIII                            |                                     | 264,004.                  | 15,291.                                  | 0.                         |

**John T. Gorman Foundation**  
**Fiscal Year-End December 31, 2012**

**EIN: 01-0498551**

|                 | <u>Account #2640850</u> | <u>Account #2640851</u> | <u>Account #2640852</u> | <u>Account #2267860</u> | <u>Account #140002610</u> |
|-----------------|-------------------------|-------------------------|-------------------------|-------------------------|---------------------------|
| Cash            | 617,016                 | 14,005                  | -                       | (31,404)                | 1,031,919                 |
| Investment Cash | -                       | 11,500,000              | 6,000,000               | -                       | -                         |
| Common Stock    | -                       | -                       | -                       | 10,883,852              | -                         |
| Equities        | -                       | 66,618,661              | -                       | -                       | -                         |
| Fixed Income    | -                       | 16,547,928              | -                       | -                       | -                         |
| Partnerships    | -                       | 18,043,843              | 5,929,242               | -                       | -                         |
| Hedge Funds     | -                       | 4,318,480               | 36,988,022              | -                       | -                         |
| Accrued Income  | 42                      | 34,590                  | -                       | 31,408                  | -                         |
|                 | <u>617,058</u>          | <u>117,077,506</u>      | <u>48,917,264</u>       | <u>10,883,855</u>       | <u>1,031,919</u>          |

|                                        | FMV           |
|----------------------------------------|---------------|
| Total Investments - Cash:              | \$ 19,197,576 |
| Total Investments - Corporate Stock:   | \$ 77,502,513 |
| Total Investments - Other Investments: | \$ 81,827,515 |

Statement 14

## Account number 2640850

[illegible]

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## Cash and Cash Equivalents

## Funds - short term investment

|                                                      |       |            |            |      |      |
|------------------------------------------------------|-------|------------|------------|------|------|
| Total funds - short term investment - all currencies | 42.08 | 617,016.35 | 617,016.35 | 0.00 | 0.00 |
|------------------------------------------------------|-------|------------|------------|------|------|

**Total Funds - Short Term Investment**

## Total Cash and Cash Equivalents

[illegible]

### ◆ Asset Detail - Base Currency

| Investment Mgr ID | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market | Translation | Unrealized gain/loss | Total |
|-------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|----------------------|-------|
| Shares/PAAR value |                                      |                           |              |      |        |             |                      |       |

## Equities

## Funds - common stock

## International Region - USD

|                                            |                 |      |               |               |              |              |
|--------------------------------------------|-----------------|------|---------------|---------------|--------------|--------------|
| MFO IVA INTL FD-I                          | CUSIP 45070A404 |      |               |               |              |              |
| 475,587 73                                 | 15 5800000      | 0 00 | 7,409,656 83  | 7,783,302.36  | - 373,645 53 | 0 00         |
| <hr/>                                      |                 |      |               |               |              |              |
| MFO MANNING & NAPIER FD INC NEW OVERSEASER | CUSIP 563821503 |      |               |               |              |              |
| 333,944 01                                 | 23 3100000      | 0 00 | 7,784,234 87  | 8,401,041 96  | - 616,807 09 | 0 00         |
| <hr/>                                      |                 |      |               |               |              |              |
| Total USD                                  |                 | 0.00 | 15,193,891.70 | 16,184,344 32 | - 990,452 62 | 0 00         |
|                                            |                 |      |               |               |              | - 373,645 53 |
|                                            |                 |      |               |               |              | - 616,807 09 |
|                                            |                 |      |               |               |              | - 990,452 62 |

|       |               |        |      |               |              |
|-------|---------------|--------|------|---------------|--------------|
| Total | International | Region |      |               |              |
|       |               |        | 0 00 | 15.193.891 70 | - 990.452 62 |
|       |               |        | 0 00 | 16.184.344 32 | - 990.452 62 |
|       |               |        |      |               | 0 00         |

## United States - USD

|                            |                  |      |              |      |      |
|----------------------------|------------------|------|--------------|------|------|
| CF CASH AWAITING EQTY INVT | CUSIP: 14699QCF4 |      |              |      |      |
| 5,000,000 00               | 1 00000000       | 0 00 | 5,000,000 00 | 0 00 | 0 00 |

| CF CF WGI EMERGING MARKETS SMALLER | COMPANIES FUND LLC | CUSIP | 965998784    |
|------------------------------------|--------------------|-------|--------------|
| 319,059 34                         | 11 8925880         | 0 00  | 3,794,441 27 |
|                                    |                    |       | 3,501,454 32 |
|                                    |                    |       | 292,986 95   |
|                                    |                    |       | 0 00         |
|                                    |                    |       | 292,986 95   |

|                                                            |                  |      |              |
|------------------------------------------------------------|------------------|------|--------------|
| CF FIRST STATE INVESTMENTS ASIA PACIFIC LEADERS (DST) FUND | CUSIP. 118993856 |      |              |
| 481,783 45                                                 | 13 2900000       | 0 00 | 5,963,478 04 |
|                                                            |                  |      | 439,424 01   |
|                                                            |                  | 0 00 | 439,424 01   |

|                                              |                 |      |              |
|----------------------------------------------|-----------------|------|--------------|
| CF THE (GLOBAL) EMERGING MARKETS COUNTRYFUND | CUSIP 447991233 |      |              |
| 158,759 82                                   | 53 3283410      | 0 00 | 8,466,397 81 |
|                                              |                 |      | 8,820,655 98 |
|                                              |                 |      | - 354,258 17 |
|                                              |                 |      | 0 00         |
|                                              |                 |      | - 354,258 17 |

|                                    |            |            |           |              |              |              |      |              |
|------------------------------------|------------|------------|-----------|--------------|--------------|--------------|------|--------------|
| CF WTC CTF DIH FD CUSIP. 606998854 | 546,525 14 | 15 3200000 | 10,909 71 | 8,372,765 14 | 9,085,494 11 | - 712,728 97 | 0 00 | - 712,728 97 |
|------------------------------------|------------|------------|-----------|--------------|--------------|--------------|------|--------------|

|                 |            |            |      |              |               |              |      |              |
|-----------------|------------|------------|------|--------------|---------------|--------------|------|--------------|
| MFO ADVISERS    | 890,059.92 | 11,180,000 | 0.00 | 9,950,869.90 | 10,137,419.67 | - 186,549.77 | 0.00 | - 186,549.77 |
| INVT TR         |            |            |      |              |               |              |      |              |
| INDPT FRANCHISE |            |            |      |              |               |              |      |              |
| PARTNERS EQTY   |            |            |      |              |               |              |      |              |
| FD CUSIP        |            |            |      |              |               |              |      |              |
| 00770G102       |            |            |      |              |               |              |      |              |

| MFO TOUCHSTONE INSTL FDS TR SANDS CAP | INSTL GROWTH FD | CUSIP: 89155J104 |
|---------------------------------------|-----------------|------------------|
| 648,322 14                            | 17.1200000      | 0 00             |
|                                       |                 | 11,099,275 03    |
|                                       |                 | 9,405,237 00     |
|                                       |                 | 1,694,038 03     |
|                                       |                 | 0 00             |
|                                       |                 | 1,694,038 03     |

### ◆ Asset Detail - Base Currency

| Investment           | Exchange rate/<br>Local market price | Accrued<br>income/expense |
|----------------------|--------------------------------------|---------------------------|
| Description/Asset ID | Investment Mgr ID                    |                           |
| Shares/Par value     |                                      |                           |

## Equities

## Funds - common stock

| MFO VAN ECK FDS GLOBAL HARD ASSETS FD CL | CUSIP       | 921075412 |               |               |                |      |                |
|------------------------------------------|-------------|-----------|---------------|---------------|----------------|------|----------------|
| 136,342.95                               | 44 89000000 | 0.00      | 6,120,435.02  | 7,130,218.15  | - 1,009,783.13 | 0.00 | - 1,009,783.13 |
| <b>Total USD</b>                         |             | 10,909.71 | 59,207,086.22 | 59,043,957.27 | 163,128.95     | 0.00 | 163,128.95     |
| <b>Total United States</b>               |             | 10,909.71 | 59,207,086.22 | 59,043,957.27 | 163,128.95     | 0.00 | 163,128.95     |
| <b>Total Funds - Common Stock</b>        |             | 10,909.71 | 74,400,977.92 | 75,228,301.59 | - 827,323.67   | 0.00 | - 827,323.67   |
| 8,990,384.50                             |             |           |               |               |                |      |                |

## Funds - equities etf

## Emerging Markets Region - USD

| MFC VANGUARD FTSE EMERGING MKTS ETF  | CUSIP      | 922042858 |               |               |              |              |
|--------------------------------------|------------|-----------|---------------|---------------|--------------|--------------|
| 49,802.00                            | 44 5300000 | 0.00      | 2,217,683.06  | 1,999,952.59  | 217,730.47   | 217,730.47   |
| <b>Total USD</b>                     |            | 0.00      | 2,217,683.06  | 1,999,952.59  | 217,730.47   | 217,730.47   |
| <b>Total Emerging Markets Region</b> |            | 0.00      | 2,217,683.06  | 1,999,952.59  | 217,730.47   | 217,730.47   |
| <b>Total Funds - Equities ETF</b>    |            |           |               |               |              |              |
| 49,802.00                            |            | 0.00      | 2,217,683.06  | 1,999,952.59  | 217,730.47   | 217,730.47   |
| <b>Total Equities</b>                |            |           |               |               |              |              |
| 9,040,186.50                         |            | 10,909.71 | 76,618,660.98 | 77,228,254.18 | - 609,593.20 | - 609,593.20 |

◆ Asset Detail - Base Currency

Page 7 of 54

| Description/Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Unrealized gain/loss |             | Total |
|---------------------------------------------------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
|                                                               |                                      |                           |              |      | Market               | Translation |       |

*Fixed Income*

**Funds - government agencies**

**United States - USD**

MFO PIMCO GLOBAL ADVANTAGE STRATEGY BONDFUND-INS CUSIP: 72201M446

|            |            |           |              |              |            |      |            |
|------------|------------|-----------|--------------|--------------|------------|------|------------|
| 841,468 65 | 11 7000000 | 19,046 91 | 9,845,183 20 | 9,581,817 09 | 263,366 11 | 0 00 | 263,366 11 |
|------------|------------|-----------|--------------|--------------|------------|------|------------|

MFO VANGUARD LONG-TERM TREAS FD ADMIRAL SH #583 CUSIP: 922031786

|            |            |           |              |              |            |      |            |
|------------|------------|-----------|--------------|--------------|------------|------|------------|
| 512,834 31 | 13 0700000 | 16,976 96 | 6,702,744 43 | 5,726,498 48 | 976,245 95 | 0 00 | 976,245 95 |
|------------|------------|-----------|--------------|--------------|------------|------|------------|

Issue Date 2 Sep 08

|           |  |           |               |               |              |      |              |
|-----------|--|-----------|---------------|---------------|--------------|------|--------------|
| Total USD |  | 36,023 87 | 16,547,927 63 | 15,308,315 57 | 1,239,612 06 | 0 00 | 1,239,612 06 |
|-----------|--|-----------|---------------|---------------|--------------|------|--------------|

|                     |  |           |               |               |              |      |              |
|---------------------|--|-----------|---------------|---------------|--------------|------|--------------|
| Total United States |  | 36,023 87 | 16,547,927 63 | 15,308,315 57 | 1,239,612 06 | 0 00 | 1,239,612 06 |
|---------------------|--|-----------|---------------|---------------|--------------|------|--------------|

**Total Funds - Government Agencies**

|              |  |           |               |               |              |      |              |
|--------------|--|-----------|---------------|---------------|--------------|------|--------------|
| 1,354,302.96 |  | 36,023.87 | 16,547,927.63 | 15,308,315.57 | 1,239,612.06 | 0.00 | 1,239,612.06 |
|--------------|--|-----------|---------------|---------------|--------------|------|--------------|

**Total Fixed Income**

|              |  |           |               |               |              |      |              |
|--------------|--|-----------|---------------|---------------|--------------|------|--------------|
| 1,354,302.96 |  | 36,023.87 | 16,547,927.63 | 15,308,315.57 | 1,239,612.06 | 0.00 | 1,239,612.06 |
|--------------|--|-----------|---------------|---------------|--------------|------|--------------|

| Description/Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Unrealized gain/loss |             | Total |
|---------------------------------------------------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
|                                                               |                                      |                           |              |      | Market               | Translation |       |

*Venture Capital and Partnerships*

**Partnerships**

**United States - USD**

JOHN W BRISTOL EQUITY FUND I LLC CUSIP: 9917E3997

|              |                    |      |               |              |            |      |            |
|--------------|--------------------|------|---------------|--------------|------------|------|------------|
| 9,500,000.00 | 10,054,893 0000000 | 0 00 | 10,131,244.00 | 9,500,000 00 | 554,893 00 | 0 00 | 554,893 00 |
|--------------|--------------------|------|---------------|--------------|------------|------|------------|

31 DEC 2012

### ◆ Asset Detail - Base Currency

| Description/Asset ID | Investment Mgr ID | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market | Translation | Total | Unrealized gain/loss |
|----------------------|-------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|-------|----------------------|
|                      |                   |                                      |                           |              |      |        |             |       |                      |

## Venture Capital and Partnerships

## Partnerships

|                                        |                  |              |                                                                                                          |              |
|----------------------------------------|------------------|--------------|----------------------------------------------------------------------------------------------------------|--------------|
| 1607 CAPITAL INTERNATIONAL EQUITY FUND | CUSIP: 9917H6997 |              |                                                                                                          |              |
|                                        |                  | 9,500,000 00 | 9,412,599 00 0000000                                                                                     | 0 00         |
|                                        |                  |              | 9,412,599 00 *                                                                                           | 9,500,000 00 |
|                                        |                  |              | * Market Value based on prices received from an external manager or other client-directed pricing source |              |
|                                        |                  |              |                                                                                                          | - 87,401 00  |
|                                        |                  |              |                                                                                                          | 0 00         |
|                                        |                  |              |                                                                                                          | - 87,401 00  |

\* Market Value based on prices received from an external manager or other client-directed pricing source

|           |      |               |               |            |      |
|-----------|------|---------------|---------------|------------|------|
| Total USD | 0.00 | 19 543 843.00 | 19,000,000.00 | 467,492.00 | 0.00 |
|-----------|------|---------------|---------------|------------|------|

|                     |      |               |               |            |      |
|---------------------|------|---------------|---------------|------------|------|
| Total United States | 0.00 | 19,543,843.00 | 19,000,000.00 | 467,492.00 | 0.00 |
|                     |      |               |               | 467,492.00 | 0.00 |

## Total Partnerships

|               |      |               |               |            |      |
|---------------|------|---------------|---------------|------------|------|
| 19,000,000.00 | 0.00 | 19,543,843.00 | 19,000,000.00 | 467,492.00 | 0.00 |
| 19,000,000.00 | 0.00 | 19,543,843.00 | 19,000,000.00 | 467,492.00 | 0.00 |

## Total Venture Capital and Partnerships

|  |      |               |               |               |            |      |            |
|--|------|---------------|---------------|---------------|------------|------|------------|
|  | 0.00 | 19,000,000.00 | 19,543,843.00 | 19,000,000.00 | 467,492.00 | 0.00 | 467,492.00 |
|--|------|---------------|---------------|---------------|------------|------|------------|

| Description/Asset ID |                                      |                           |              |      |                      |
|----------------------|--------------------------------------|---------------------------|--------------|------|----------------------|
| Investment Mgr ID    | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market               |
| Shares/PAR value     |                                      |                           |              |      | Translation          |
|                      |                                      |                           |              |      | Total                |
|                      |                                      |                           |              |      | Unrealized gain/loss |

## Hedge Fund

## Hedge fund of funds

## International Region - USD

|                             |                 |      |              |              |              |
|-----------------------------|-----------------|------|--------------|--------------|--------------|
| CF THE ETAP CL USD LTD FUND | CUSIP 644992950 |      |              |              |              |
| 5,000 00                    | 863.6960720     | 0 00 | 4,318,480 36 | 5,000,000.00 | - 681,519 64 |
|                             |                 |      |              |              | 0 00         |
|                             |                 |      |              |              | - 681,519 64 |

|           |      |              |              |              |              |
|-----------|------|--------------|--------------|--------------|--------------|
| Total USD | 0.00 | 4,318,480.36 | 5,000,000.00 | - 681,519.64 | 0.00         |
|           |      |              |              |              | - 681,519.64 |

|                            |      |              |              |              |              |
|----------------------------|------|--------------|--------------|--------------|--------------|
| Total International Region | 0.00 | 4 318 480.36 | 5 000.000.00 | - 681 519.64 | 0.00         |
|                            |      |              |              |              | - 681 519.64 |

## Statement 14

◆ Asset Detail - Base Currency

| Description/Asset ID | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market | Translation | Total |
|----------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|-------|
| Investment Mgr ID    |                                      |                           |              |      |        |             |       |
| Shares/PAR value     |                                      |                           |              |      |        |             |       |

Cash and Cash Equivalents

|                                |             |                    |             |             |             |             |             |
|--------------------------------|-------------|--------------------|-------------|-------------|-------------|-------------|-------------|
| <b>Currency</b>                |             |                    |             |             |             |             |             |
| Total currency - all countries |             | - 12,343.76        | 0.00        | 0.00        | 0.00        | 0.00        | 0.00        |
| <b>Total Currency</b>          | <b>0.00</b> | <b>- 12,343.76</b> | <b>0.00</b> | <b>0.00</b> | <b>0.00</b> | <b>0.00</b> | <b>0.00</b> |

|                                        |  |             |           |           |      |      |      |
|----------------------------------------|--|-------------|-----------|-----------|------|------|------|
| <b>Total Cash and Cash Equivalents</b> |  |             |           |           |      |      |      |
| 48,594.50                              |  | - 12,343.29 | 48,594.50 | 48,594.50 | 0.00 | 0.00 | 0.00 |

| Description/Asset ID | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market | Translation | Total |
|----------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|-------|
| Investment Mgr ID    |                                      |                           |              |      |        |             |       |
| Shares/PAR value     |                                      |                           |              |      |        |             |       |

Adjustments To Cash

Pending trade purchases

|                                                       |             |             |                    |                    |             |             |             |
|-------------------------------------------------------|-------------|-------------|--------------------|--------------------|-------------|-------------|-------------|
| USD - United States dollar                            | 1 0000000   | 0.00        | - 46,933.58        | - 46,933.58        | 0.00        | 0.00        | 0.00        |
| <b>Total pending trade purchases - all currencies</b> |             | <b>0.00</b> | <b>- 46,933.58</b> | <b>- 46,933.58</b> | <b>0.00</b> | <b>0.00</b> | <b>0.00</b> |
| Total pending trade purchases - all countries         |             | 0.00        | - 46,933.58        | - 46,933.58        | 0.00        | 0.00        | 0.00        |
| <b>Total Pending trade purchases</b>                  | <b>0.00</b> | <b>0.00</b> | <b>- 46,933.58</b> | <b>- 46,933.58</b> | <b>0.00</b> | <b>0.00</b> | <b>0.00</b> |

Pending trade sales

|                            |           |      |           |           |      |      |      |
|----------------------------|-----------|------|-----------|-----------|------|------|------|
| USD - United States dollar | 1 0000000 | 0.00 | 12,343.76 | 12,343.76 | 0.00 | 0.00 | 0.00 |
|----------------------------|-----------|------|-----------|-----------|------|------|------|

Account Number: 2640851  
Account Name: JTGED - COMMINGLED FUNDS

### ◆ Asset Detail - Base Currency

| Description/Asset ID | Exchange rate/<br>Local market price | Accrued<br>income/expense |
|----------------------|--------------------------------------|---------------------------|
| Investment Mgr ID    |                                      |                           |
| Shares/PAIR value    |                                      |                           |

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**Unrealized gain/loss**

### Adjustments To Cash

## Pending trade sales

|                                            |      |           |           |      |      |      |
|--------------------------------------------|------|-----------|-----------|------|------|------|
| Total pending trade sales - all currencies | 0.00 | 12,343.76 | 12,343.76 | 0.00 | 0.00 | 0.00 |
| Total pending trade sales - all countries  | 0.00 | 12,343.76 | 12,343.76 | 0.00 | 0.00 | 0.00 |
| Total Pending trade sales                  | 0.00 | 12,343.76 | 12,343.76 | 0.00 | 0.00 | 0.00 |

### Total Adjustments To Cash

|      |             |      |
|------|-------------|------|
| 0.00 | - 34,589.82 | 0.00 |
| 0.00 | - 34,589.82 | 0.00 |

|  | 2019 | 2018 | 2017 | 2016 | 2015 | 2014 | 2013 | 2012 | 2011 | 2010 | 2009 | 2008 | 2007 | 2006 | 2005 | 2004 | 2003 | 2002 | 2001 | 2000 | 1999 | 1998 | 1997 | 1996 | 1995 | 1994 | 1993 | 1992 | 1991 | 1990 | 1989 | 1988 | 1987 | 1986 | 1985 | 1984 | 1983 | 1982 | 1981 | 1980 | 1979 | 1978 | 1977 | 1976 | 1975 | 1974 | 1973 | 1972 | 1971 | 1970 | 1969 | 1968 | 1967 | 1966 | 1965 | 1964 | 1963 | 1962 | 1961 | 1960 | 1959 | 1958 | 1957 | 1956 | 1955 | 1954 | 1953 | 1952 | 1951 | 1950 | 1949 | 1948 | 1947 | 1946 | 1945 | 1944 | 1943 | 1942 | 1941 | 1940 | 1939 | 1938 | 1937 | 1936 | 1935 | 1934 | 1933 | 1932 | 1931 | 1930 | 1929 | 1928 | 1927 | 1926 | 1925 | 1924 | 1923 | 1922 | 1921 | 1920 | 1919 | 1918 | 1917 | 1916 | 1915 | 1914 | 1913 | 1912 | 1911 | 1910 | 1909 | 1908 | 1907 | 1906 | 1905 | 1904 | 1903 | 1902 | 1901 | 1900 | 1899 | 1898 | 1897 | 1896 | 1895 | 1894 | 1893 | 1892 | 1891 | 1890 | 1889 | 1888 | 1887 | 1886 | 1885 | 1884 | 1883 | 1882 | 1881 | 1880 | 1879 | 1878 | 1877 | 1876 | 1875 | 1874 | 1873 | 1872 | 1871 | 1870 | 1869 | 1868 | 1867 | 1866 | 1865 | 1864 | 1863 | 1862 | 1861 | 1860 | 1859 | 1858 | 1857 | 1856 | 1855 | 1854 | 1853 | 1852 | 1851 | 1850 | 1849 | 1848 | 1847 | 1846 | 1845 | 1844 | 1843 | 1842 | 1841 | 1840 | 1839 | 1838 | 1837 | 1836 | 1835 | 1834 | 1833 | 1832 | 1831 | 1830 | 1829 | 1828 | 1827 | 1826 | 1825 | 1824 | 1823 | 1822 | 1821 | 1820 | 1819 | 1818 | 1817 | 1816 | 1815 | 1814 | 1813 | 1812 | 1811 | 1810 | 1809 | 1808 | 1807 | 1806 | 1805 | 1804 | 1803 | 1802 | 1801 | 1800 | 1799 | 1798 | 1797 | 1796 | 1795 | 1794 | 1793 | 1792 | 1791 | 1790 | 1789 | 1788 | 1787 | 1786 | 1785 | 1784 | 1783 | 1782 | 1781 | 1780 | 1779 | 1778 | 1777 | 1776 | 1775 | 1774 | 1773 | 1772 | 1771 | 1770 | 1769 | 1768 | 1767 | 1766 | 1765 | 1764 | 1763 | 1762 | 1761 | 1760 | 1759 | 1758 | 1757 | 1756 | 1755 | 1754 | 1753 | 1752 | 1751 | 1750 | 1749 | 1748 | 1747 | 1746 | 1745 | 1744 | 1743 | 1742 | 1741 | 1740 | 1739 | 1738 | 1737 | 1736 | 1735 | 1734 | 1733 | 1732 | 1731 | 1730 | 1729 | 1728 | 1727 | 1726 | 1725 | 1724 | 1723 | 1722 | 1721 | 1720 | 1719 | 1718 | 1717 | 1716 | 1715 | 1714 | 1713 | 1712 | 1711 | 1710 | 1709 | 1708 | 1707 | 1706 | 1705 | 1704 | 1703 | 1702 | 1701 | 1700 | 1699 | 1698 | 1697 | 1696 | 1695 | 1694 | 1693 | 1692 | 1691 | 1690 | 1689 | 1688 | 1687 | 1686 | 1685 | 1684 | 1683 | 1682 | 1681 | 1680 | 1679 | 1678 | 1677 | 1676 | 1675 | 1674 | 1673 | 1672 | 1671 | 1670 | 1669 | 1668 | 1667 | 1666 | 1665 | 1664 | 1663 | 1662 | 1661 | 1660 | 1659 | 1658 | 1657 | 1656 | 1655 | 1654 | 1653 | 1652 | 1651 | 1650 | 1649 | 1648 | 1647 | 1646 | 1645 | 1644 | 1643 | 1642 | 1641 | 1640 | 1639 | 1638 | 1637 | 1636 | 1635 | 1634 | 1633 | 1632 | 1631 | 1630 | 1629 | 1628 | 1627 | 1626 | 1625 | 1624 | 1623 | 1622 | 1621 | 1620 | 1619 | 1618 | 1617 | 1616 | 1615 | 1614 | 1613 | 1612 |
|--|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|
|--|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|------|

## Equities

## United States - USD

|                     |      |              |      |
|---------------------|------|--------------|------|
| Total United States | 0 00 | 6,000,000.00 | 0 00 |
|                     |      | 6,000,000.00 | 0 00 |
|                     |      |              | 0 00 |

**Total Equities**

## Venture Capital and Partnerships

## United States - USD

Generated by Northern Trust from reviewed periodic data on 25 Jan 13

### ◆ Asset Detail - Base Currency

| Description/Asset ID | Investment Mgr ID | Exchange rate/<br>Local market price | Accrued<br>income/expense | Market value | Cost | Market | Translation | Unrealized gain/loss | Total |
|----------------------|-------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|----------------------|-------|
|----------------------|-------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------|----------------------|-------|

## Venture Capital and Partnerships

## Partnerships

|                           |      |              |              |              |              |
|---------------------------|------|--------------|--------------|--------------|--------------|
| <b>Total Partnerships</b> |      |              |              |              |              |
| 5,000,000.00              | 0.00 | 5,929,242.00 | 5,000,000.00 | 1,027,974.00 | 0.00         |
|                           |      |              |              |              | 1,027,974.00 |

## Total Venture Capital and Partnerships

|                      |      |              |              |              |      |              |
|----------------------|------|--------------|--------------|--------------|------|--------------|
| 5,000,000.00         | 0.00 | 5,929,242.00 | 5,000,000.00 | 1,027,974.00 | 0.00 | 1,027,974.00 |
| Description/Asset ID |      |              |              |              |      |              |
| Unrealized gain/loss |      |              |              |              |      |              |

## Hedge Fund

## Hedge fund of funds

## United States - USD

|                                     |             |      |                                                                                 |               |            |
|-------------------------------------|-------------|------|---------------------------------------------------------------------------------|---------------|------------|
| CF ARCHSTONE OFFSHORE LTD CL AA SER | 07-11       | FD   | CUSIP, 121993216                                                                |               |            |
| 180,000.00                          | 102 2200000 | 0 00 | 18,399,600.00 *                                                                 | 18,000,000 00 | 399,600 00 |
|                                     |             |      | * Market Value based on preliminary estimates received from an external manager |               |            |
|                                     |             |      |                                                                                 |               | 0 00       |
|                                     |             |      |                                                                                 |               | 399,600 00 |

\* Market Value based on preliminary estimates received from an external manager

|                                                                   | CUSIP | FUN | LTD CL A1SER 1 | OFFSHORE LTD CL A1SER 1 FUN CUSIP |               |               |            |
|-------------------------------------------------------------------|-------|-----|----------------|-----------------------------------|---------------|---------------|------------|
| CF NYES LEDGE CAPITAL OFFSHORE LTD CL A1SER 1 FUN CUSIP 417993912 |       |     |                |                                   |               |               |            |
|                                                                   | 0.00  |     |                |                                   | 18,588,422.32 | 18,000,000.00 | 363,678.32 |
|                                                                   |       |     |                |                                   |               |               | 0.00       |
| Total USD                                                         |       |     |                |                                   | 36,988,022.32 | 36,000,000.00 | 763,278.32 |

|                     |      |               |               |            |            |
|---------------------|------|---------------|---------------|------------|------------|
| Total United States | 0.00 | 36,988,022.32 | 36,000,000.00 | 763,278.32 | 0.00       |
|                     |      |               |               | 763,278.32 | 0.00       |
|                     |      |               |               |            | 763,278.32 |

|                                  |                   |             |                      |                      |                   |             |                   |
|----------------------------------|-------------------|-------------|----------------------|----------------------|-------------------|-------------|-------------------|
| <b>Total Hedge Fund of Funds</b> | <b>193,482.67</b> | <b>0.00</b> | <b>36,988,022.32</b> | <b>36,000,000.00</b> | <b>763,278.32</b> | <b>0.00</b> | <b>763,278.32</b> |
|----------------------------------|-------------------|-------------|----------------------|----------------------|-------------------|-------------|-------------------|

## Account number 2640852

**北**

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Hedge Fund**Total Hedge Fund**

| Account                             | Debit | Credit | Balance |
|-------------------------------------|-------|--------|---------|
| 101 Cash                            |       |        |         |
| 102 Accounts Receivable             |       |        |         |
| 103 Inventory                       |       |        |         |
| 104 Prepaid Insurance               |       |        |         |
| 105 Equipment                       |       |        |         |
| 106 Accumulated Depreciation        |       |        |         |
| 201 Accounts Payable                |       |        |         |
| 202 Wages Payable                   |       |        |         |
| 203 Income Tax Payable              |       |        |         |
| 204 Retained Earnings               |       |        |         |
| 301 Sales                           |       |        |         |
| 302 Cost of Sales                   |       |        |         |
| 303 Selling Expenses                |       |        |         |
| 304 Administrative Expenses         |       |        |         |
| 305 Depreciation Expense            |       |        |         |
| 306 Interest Expense                |       |        |         |
| 307 Dividend                        |       |        |         |
| 401 Dividend                        |       |        |         |
| 501 Income Statement                |       |        |         |
| 502 Balance Sheet                   |       |        |         |
| 503 Statement of Retained Earnings  |       |        |         |
| 504 Statement of Cash Flows         |       |        |         |
| 505 Statement of Financial Position |       |        |         |
| 506 Statement of Income             |       |        |         |
| 507 Statement of Equity             |       |        |         |
| 508 Statement of Cash Flows         |       |        |         |
| 509 Statement of Financial Position |       |        |         |
| 510 Statement of Income             |       |        |         |
| 511 Statement of Equity             |       |        |         |
| 512 Statement of Cash Flows         |       |        |         |
| 513 Statement of Financial Position |       |        |         |
| 514 Statement of Income             |       |        |         |
| 515 Statement of Equity             |       |        |         |
| 516 Statement of Cash Flows         |       |        |         |
| 517 Statement of Financial Position |       |        |         |
| 518 Statement of Income             |       |        |         |
| 519 Statement of Equity             |       |        |         |
| 520 Statement of Cash Flows         |       |        |         |
| 521 Statement of Financial Position |       |        |         |
| 522 Statement of Income             |       |        |         |
| 523 Statement of Equity             |       |        |         |
| 524 Statement of Cash Flows         |       |        |         |
| 525 Statement of Financial Position |       |        |         |
| 526 Statement of Income             |       |        |         |
| 527 Statement of Equity             |       |        |         |
| 528 Statement of Cash Flows         |       |        |         |
| 529 Statement of Financial Position |       |        |         |
| 530 Statement of Income             |       |        |         |
| 531 Statement of Equity             |       |        |         |
| 532 Statement of Cash Flows         |       |        |         |
| 533 Statement of Financial Position |       |        |         |
| 534 Statement of Income             |       |        |         |
| 535 Statement of Equity             |       |        |         |
| 536 Statement of Cash Flows         |       |        |         |
| 537 Statement of Financial Position |       |        |         |
| 538 Statement of Income             |       |        |         |
| 539 Statement of Equity             |       |        |         |
| 540 Statement of Cash Flows         |       |        |         |
| 541 Statement of Financial Position |       |        |         |
| 542 Statement of Income             |       |        |         |
| 543 Statement of Equity             |       |        |         |
| 544 Statement of Cash Flows         |       |        |         |
| 545 Statement of Financial Position |       |        |         |
| 546 Statement of Income             |       |        |         |
| 547 Statement of Equity             |       |        |         |
| 548 Statement of Cash Flows         |       |        |         |
| 549 Statement of Financial Position |       |        |         |
| 550 Statement of Income             |       |        |         |
| 551 Statement of Equity             |       |        |         |
| 552 Statement of Cash Flows         |       |        |         |
| 553 Statement of Financial Position |       |        |         |
| 554 Statement of Income             |       |        |         |
| 555 Statement of Equity             |       |        |         |
| 556 Statement of Cash Flows         |       |        |         |
| 557 Statement of Financial Position |       |        |         |
| 558 Statement of Income             |       |        |         |
| 559 Statement of Equity             |       |        |         |
| 560 Statement of Cash Flows         |       |        |         |
| 561 Statement of Financial Position |       |        |         |
| 562 Statement of Income             |       |        |         |
| 563 Statement of Equity             |       |        |         |
| 564 Statement of Cash Flows         |       |        |         |
| 565 Statement of Financial Position |       |        |         |
| 566 Statement of Income             |       |        |         |
| 567 Statement of Equity             |       |        |         |
| 568 Statement of Cash Flows         |       |        |         |
| 569 Statement of Financial Position |       |        |         |
| 570 Statement of Income             |       |        |         |
| 571 Statement of Equity             |       |        |         |
| 572 Statement of Cash Flows         |       |        |         |
| 573 Statement of Financial Position |       |        |         |
| 574 Statement of Income             |       |        |         |
| 575 Statement of Equity             |       |        |         |
| 576 Statement of Cash Flows         |       |        |         |
| 577 Statement of Financial Position |       |        |         |
| 578 Statement of Income             |       |        |         |
| 579 Statement of Equity             |       |        |         |
| 580 Statement of Cash Flows         |       |        |         |
| 581 Statement of Financial Position |       |        |         |
| 582 Statement of Income             |       |        |         |
| 583 Statement of Equity             |       |        |         |
| 584 Statement of Cash Flows         |       |        |         |
| 585 Statement of Financial Position |       |        |         |
| 586 Statement of Income             |       |        |         |
| 587 Statement of Equity             |       |        |         |
| 588 Statement of Cash Flows         |       |        |         |
| 589 Statement of Financial Position |       |        |         |
| 590 Statement of Income             |       |        |         |
| 591 Statement of Equity             |       |        |         |
| 592 Statement of Cash Flows         |       |        |         |
| 593 Statement of Financial Position |       |        |         |
| 594 Statement of Income             |       |        |         |
| 595 Statement of Equity             |       |        |         |
| 596 Statement of Cash Flows         |       |        |         |
| 597 Statement of Financial Position |       |        |         |
| 598 Statement of Income             |       |        |         |
| 599 Statement of Equity             |       |        |         |





| Recipient's Name                              | Street                        | City           | State | ZIP or Postal Code | Foundation Status of Recipient | Purpose of Grant or Contribution                                                                                                                                                                       | Relationship of Recipient | Amount  |
|-----------------------------------------------|-------------------------------|----------------|-------|--------------------|--------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------|
| A Company of Girls                            | P O Box 7527                  | Portland       | ME    | 04112              | Public                         | To provide a safe and supportive after school program for girls throughout the school year                                                                                                             | None                      | 5,000   |
| Advocates for Children                        | 57 Birch Street, Suite 204    | Lewiston       | ME    | 04240              | Public                         | Support for the Nurturing Parenting Program for the parents of infant, toddler and preschool age children, as well as a specific program for Somali parents                                            | None                      | 10,000  |
| American Cancer Society, Inc                  | 30 Speen Street               | Framingham     | MA    | 01701              | Public                         | Support for the Patient Navigator and the Road to Recovery Programs for patients undergoing cancer treatments                                                                                          | None                      | 25,000  |
| Amstad                                        | P O Box 992                   | Portland       | ME    | 04104              | Public                         | To provide breakfast and basic supplies for individuals experiencing or recovering from serve and persistent mental illness                                                                            | None                      | 28,720  |
| Androscooggin Children's Advocacy Center      | 182 Webster Street            | Lewiston       | ME    | 04240              | Public                         | Support for the Forensic Interviewer Program in an effort to strengthen the community response to child abuse cases                                                                                    | None                      | 24,500  |
| APPLE / Lubec Youth Collaborative             | P O Box 41                    | Lubec          | ME    | 04652              | Public                         | To support the Fall and Spring 2012-2013 sessions of the After School Program.                                                                                                                         | None                      | 15,000  |
| Aroostook County Action Program, Inc          | P O Box 116                   | Presque Isle   | ME    | 04769              | Public                         | To replenish the Emergency Relief Fund that provides resources to clients for basic needs when there is no other resource in the community                                                             | None                      | 12,500  |
| Avesta                                        | 307 Cumberland Avenue         | Portland       | ME    | 04101              | Public                         | Sponsorship - MAHC conference                                                                                                                                                                          | None                      | 1,000   |
| Baileysville School Department                | P O Box 580                   | Baileysville   | ME    | 04694              | Public                         | To support the CDC Coordinated School Health Program                                                                                                                                                   | None                      | 5,000   |
| Bates College                                 | 2 Andrews Road                | Lewiston       | ME    | 04240              | Public                         | To provide scholarships for Maine students                                                                                                                                                             | None                      | 10,000  |
| Beacon Project                                | P O Box 1135                  | Isleboro       | ME    | 04848              | Public                         | To fund transportation costs for elderly residents to medical appointments on the mainland                                                                                                             | None                      | 5,600   |
| Beatrice Rafferty School                      | 22 Bayview Drive              | Pleasant Point | ME    | 04667              | Public                         | To support the CDC Coordinated School Health Program                                                                                                                                                   | None                      | 5,000   |
| Biddeford Free Clinic                         | 189 Alfred Street             | Biddeford      | ME    | 04005              | Public                         | Support for the Pharmacy program for non-narcotic prescription medications for those without health insurance living in poverty                                                                        | None                      | 15,000  |
| Biddeford School Department                   | 205 Main Street, P O Box 1865 | Biddeford      | ME    | 04005              | Public                         | To support the CDC Coordinated School Health Program                                                                                                                                                   | None                      | 5,000   |
| Big Brothers Big Sisters of Bath/Brunswick    | 85 Maine Street               | Brunswick      | ME    | 04011              | Public                         | Support for programs and services including after-school academic assistance and mentoring for young people ages 5-18, especially those from disadvantaged circumstances                               | None                      | 10,000  |
| Big Brothers Big Sisters of Midcoast          | 16 School Street, Suite #201  | Rockland       | ME    | 04841              | Public                         | Support for programs and services including after-school academic assistance and mentoring for young people ages 5-18, especially those from disadvantaged circumstances                               | None                      | 10,000  |
| Big Brothers/Big Sisters of So. Maine         | 195 Lancaster Street          | Portland       | ME    | 04101              | Public                         | Support for programs and services including after-school academic assistance and mentoring for young people ages 5-18, especially those from disadvantaged circumstances                               | None                      | 25,000  |
| Big Brothers/Big Sisters of So. Maine         | 195 Lancaster Street          | Portland       | ME    | 04101              | Public                         | Help match caring adult volunteers with children to foster nurturing, one-to-one mentor relationships that provide friendship, support and guidance during the critical childhood and adolescent years | None                      | 10,000  |
| Bowdoinham Public Library                     | 13A School Street             | Bowdoinham     | ME    | 04009              | Public                         | To provide for a Bowdoinham Summer Reading Support and Family Literacy Program for low-income children and their families                                                                              | None                      | 3,000   |
| Boys & Girls Club of Southern Maine           | P O Box 7830                  | Portland       | ME    | 04112              | Public                         | Support for programs and services including after-school academic assistance and mentoring for young people ages 5-18, especially those from disadvantaged circumstances                               | None                      | 30,000  |
| Brunswick Area Respite Care                   | 320 Church Road               | Brunswick      | ME    | 04011              | Public                         | Support for the Volunteer Transportation Network Program, providing rides for local seniors                                                                                                            | None                      | 12,000  |
| Brunswick Community Center db/a People's Plus | 35 Union Street               | Brunswick      | ME    | 04011              | Public                         | Support for Maine families and children with life-threatening illnesses                                                                                                                                | None                      | 5,000   |
| Camp Sunshine at Sebago Lake, Inc             | 35 Acadia Road                | Casco          | ME    | 04105              | Public                         | Support for Maine families and children with life-threatening illnesses                                                                                                                                | None                      | 50,000  |
| Cancer Community Center                       | 778 Main Street               | South Portland | ME    | 04106              | Public                         | Support for the well-being of individuals and their families living with cancer                                                                                                                        | None                      | 20,000  |
| Catholic Charities Maine                      | 307 Congress Street           | Portland       | ME    | 04101              | Public                         | Support for the Seek Elderly Alone, Renew Courage and Hope Program (SEARCH), connecting elderly people to volunteer support to enhance independence, community integration and self-sufficiency        | None                      | 25,000  |
| Central Maine Community Health Corp           | 300 Main Street               | Lewiston       | ME    | 04240              | Public                         | Healthy Androscooggin - Build the capacity needed to address high lead poisoning rates in children living in downtown Lewiston.                                                                        | None                      | 124,000 |

|                                           |                                       |                |    |       |        |                                                                                                                                                                                                                                      |      |         |
|-------------------------------------------|---------------------------------------|----------------|----|-------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| Charlotte White Center                    | 572 Bangor Road                       | Dover-Foxcroft | ME | 04426 | Public | To provide meals and maintain decent, safe, affordable supported housing for low-income adults who have serious prolonged disabilities for one year                                                                                  | None | 25,000  |
| Child and Family Opportunities            | P O Box 648                           | Ellsworth      | ME | 04605 | Public | To increase access to early care and education services in Washington County                                                                                                                                                         | None | 48,516  |
| Child and Family Opportunities            | P O Box 648                           | Ellsworth      | ME | 04605 | Public | Sponsorship of Healthy Peninsula Conference                                                                                                                                                                                          | None | 1,000   |
| City of Portland                          | 389 Congress Street                   | Portland       | ME | 04101 | Public | To provide the Portland Free Clinic with general operating support and to develop a long term sustainability plan.                                                                                                                   | None | 25,000  |
| Coalition to End Childhood Lead Poisoning | 2714 Hudson Street                    | Baltimore      | MD | 21224 | Public | To provide technical assistance to Healthy Androscoggin and other stakeholders in Lewiston who are working to decrease elevated blood lead levels in that city                                                                       | None | 49,000  |
| Coastal Enterprises, Inc                  | P O Box 268                           | Wiscasset      | ME | 04578 | Public | To provide assistance to New Americans around business development with an existing program called StartSmart                                                                                                                        | None | 50,000  |
| Community Care                            | P O Box 936                           | Bangor         | ME | 04401 | Public | To provide short term or one time financial support to meet critical needs of poor families                                                                                                                                          | None | 12,745  |
| Community Concepts                        | 240 Bates Street                      | Portland       | ME | 04240 | Public | To provide low-income seniors, veterans and cancer patients with rides to critical and preventative medical care, mental health services, social services and prescription pick up                                                   | None | 35,000  |
| Community Denial                          | 276 Canco Road                        | Portland       | ME | 04103 | Public | Support for the purchase of dental supplies to provide needed services at the Farnington Dental Center                                                                                                                               | None | 31,250  |
| Community Financial Literacy              | 309 Cumberland Avenue, Suite 205      | Portland       | ME | 04101 | Public | To provide general operating support for financial literacy information specific to immigrants and refugees                                                                                                                          | None | 10,000  |
| Consumers for Affordable Healthcare       | P O Box 2490                          | Augusta        | ME | 04338 | Public | Support for the Consumer Assistance Program to help low-income adults and families find affordable health insurance coverage or health care services                                                                                 | None | 40,000  |
| Counseling Services, Inc                  | 265 North Street                      | Saco           | ME | 04072 | Public | Support for mental health services to children diagnosed with mental illness that are underinsured or uninsured                                                                                                                      | None | 10,000  |
| Crisis and Counseling Center              | P O Box 558                           | Augusta        | ME | 04332 | Public | Support a demonstration project intended to reduce recidivism rates among individuals in the Kennebec County Correctional Facility                                                                                                   | None | 100,000 |
| Cultivating Community                     | 52 Mayo Street                        | Portland       | ME | 04101 | Public | Support to improve low-income access to fresh food by supporting small scale, local farmers to provide a sustainable food supply in Greater Portland                                                                                 | None | 20,000  |
| Down East Hospice Volunteers              | 24 Hospital Lane                      | Calais         | ME | 04619 | Public | To provide for the unmet needs of Washington County individuals who are terminally ill and want to spend their final days at home                                                                                                    | None | 10,000  |
| Downeast Health Services                  | 52 Christian Ridge Road               | Ellsworth      | ME | 04605 | Public | To support dental services for uninsured individuals and maintain unlimited access for individuals insured by Medicaid through Maine Coast Community Dental Clinic                                                                   | None | 25,000  |
| Downtown Education Collaborative          | 219 Lisbon Street                     | Lewiston       | ME | 04240 | Public | Support for increasing educational attainment and college aspirations for youth and adult residents of Lewiston's poorest neighborhoods                                                                                              | None | 40,000  |
| East Parish Housing Ministry, Inc         | 2014 Industry Road                    | Starks         | ME | 04911 | Public | Support for early intervention services that provide physical, occupational, speech and language therapies to children with disabilities or special needs                                                                            | None | 5,000   |
| Easter Seals Maine                        | 125 Presumpscott Street               | Portland       | ME | 04103 | Public | To support general improvements to homes with substandard conditions                                                                                                                                                                 | None | 5,000   |
| Eastern Area Agency on Aging              | 450 Essex Road                        | Bangor         | ME | 04401 | Public | To support programs that inform and educate older adults on their risk of falling and environmental and physical changes they can incorporate in their lives to reduce those risks and increase independence within the home         | None | 18,500  |
| Educate Maine                             | 15 Monument Square, #3E               | Portland       | ME | 04101 | Public | General operating support                                                                                                                                                                                                            | None | 5,000   |
| Educate Maine                             | 15 Monument Square, #3E               | Portland       | ME | 04101 | Public | Support their College and Career Pathways Program and for general operating expenses                                                                                                                                                 | None | 50,000  |
| Falmouth Food Pantry                      | Falmouth Town Hall, 271 Falmouth Road | Falmouth       | ME | 04105 | Public | Support and maintain a food pantry serving families in need located in Falmouth and surrounding areas                                                                                                                                | None | 10,000  |
| Families and Children Together            | 304 Hancock Street, Suite 2B          | Bangor         | ME | 04401 | Public | To provide support for Maine Kids Kin, a program for grandparents or family members who are raising children due to family separation.                                                                                               | None | 25,000  |
| Family Violence Project                   | 83 Western Avenue                     | Augusta        | ME | 04332 | Public | Support for transportation needs of domestic violence clients seeking community services                                                                                                                                             | None | 19,560  |
| Food and Medicine                         | 20 Ivers Street                       | Brewer         | ME | 04412 | Public | To provide a 50% discount for EBT (food stamp) users who purchase food at two farmers markets in Bangor and through a farm share program.                                                                                            | None | 10,000  |
| Four Directions Development Corporation   | 20 Godfrey Drive                      | Orono          | ME | 04773 | Public | Support for financial counseling and training for Maine tribal members                                                                                                                                                               | None | 10,000  |
| Frannie Peabody Center                    | 30 Danforth Street, Suite 311         | Portland       | ME | 04101 | Public | Support for services to people in Maine living with or at risk for HIV/AIDS                                                                                                                                                          | None | 20,000  |
| Good Shepherd Food Bank                   | P O Box 1807                          | Auburn         | ME | 04211 | Public | Support for the Manners Feeding Manners program to utilize purchase partnerships with Maine Farms, dairies and fisheries to increase the flow of healthier and fresher foods to food pantries serving needy families and individuals | None | 75,000  |
| H O M E                                   | P O Box 10                            | Orland         | ME | 04472 | Public | Support for food, shelter and employment opportunities for men, women and children in Hancock County                                                                                                                                 | None | 10,000  |

|                                           |                                  |                |    |       |        |                                                                                                                                                                                                                                                                                                                                 |      |         |
|-------------------------------------------|----------------------------------|----------------|----|-------|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| Healthcare Charities                      | P O Box 931                      | Bangor         | ME | 04402 | Public | To support the Oncology Support Project in Bangor that provides low-income patients with basic needs while undergoing treatment at CancerCare of Maine at EMMC in Brewer                                                                                                                                                        | None | 25,000  |
| Healthy Acadia                            | P O Box 962                      | Bar Harbor     | ME | 04609 | Public | To provide Community Supported Agriculture (CSA) shares to low-income households in Hancock County during the 2013 growing season                                                                                                                                                                                               | None | 20,000  |
| Healthy Communities - Franklin County     | 105 Mount Blue Circle, Suite #1  | Farmington     | ME | 04938 | Public | To support the Mobile Health Unit Program, a nurse's station on wheels providing access to health care services and screenings in communities in Franklin County                                                                                                                                                                | None | 15,000  |
| Healthy Communities of the Capital Area   | 36 Brunswick Avenue              | Gardner        | ME | 04345 | Public | Support for outreach workers providing services to families with substance abuse issues whose children are enrolled in either the Head Start program or the Home Visiting programs                                                                                                                                              | None | 10,262  |
| Hospice of Southern Maine                 | 180 US Route One #1              | Scarborough    | ME | 04074 | Public | To provide for the essential needs for terminally ill patients and their support networks                                                                                                                                                                                                                                       | None | 10,000  |
| Immigrant Legal Advocacy Project          | 309 Cumberland Avenue, Suite 205 | Portland       | ME | 04101 | Public | To support the Asylum Program, which provides legal representation and services such as attorney consultations, legal rights orientations for immigration detainees, assistance with immigration applications for employment authorization, permanent residency, citizenship, Temporary Protected status and family-based visas | None | 50,000  |
| Indian Township School                    | 22 Bayview Drive                 | Pleasant Point | ME | 04667 | Public | To support the CDC Coordinated School Health Program                                                                                                                                                                                                                                                                            | None | 5,000   |
| Ins Network                               | 189 Park Avenue                  | Portland       | ME | 04102 | Public | To support the needs of visually impaired Maine seniors living independently at home                                                                                                                                                                                                                                            | None | 50,000  |
| Island Institute                          | 386 Main Street                  | Rockland       | ME | 04841 | Public | To provide weatherization for low-income homeowners and reduce current heating costs on Montserrat, Mainiacs and Isle au Haut                                                                                                                                                                                                   | None | 7,500   |
| Island Nursing Home, Inc                  | 587 North Deer Isle Road         | Deer Isle      | ME | 04627 | Public | Support for transportation needs for elderly residents                                                                                                                                                                                                                                                                          | None | 10,000  |
| ITT Portland                              | 90 Bridge Street                 | Westbrook      | ME | 04092 | Public | To support a transportation fund for low-income seniors and visually impaired adults at places of worship in the Greater Portland                                                                                                                                                                                               | None | 35,000  |
| Jobs for Maine Graduates                  | 45 Commerce Drive, Suite 9       | Augusta        | ME | 04330 | Public | To support a Pathway Specialist in the communities of Brewer, Windham, Portland and Bath to help high school students attain a high school diploma and identify plans for educational and employment opportunities after high school                                                                                            | None | 25,000  |
| Kennebec Behavioral Health                | 67 Eustis Parkway                | Waterville     | ME | 04901 | Public | To provide direct care to youths between the ages of 10 and 17 who are homeless, runaways or at risk of homelessness, to help them move toward stable living options and to reduce youth homelessness in central Maine                                                                                                          | None | 10,000  |
| Kennebec Valley CAP                       | 97 Water Street                  | Waterville     | ME | 04901 | Public | To provide support for the WorkReady program which is designed to assist unemployed individuals achieve employment                                                                                                                                                                                                              | None | 5,000   |
| Kennebec Valley Dental Coalition          | 93 Main Street                   | Waterville     | ME | 04901 | Public | To provide dental supplies to 3,500 patients serviced at the Community Dental Center                                                                                                                                                                                                                                            | None | 12,000  |
| King Middle School                        | 94 Deering Avenue                | Portland       | ME | 04102 | Public | To support the Student Centered Assessments Program, aimed at raising math and reading scores of students who are underserved                                                                                                                                                                                                   | None | 15,000  |
| King Middle School                        | 94 Deering Avenue                | Portland       | ME | 04102 | Public | To educate Maine students                                                                                                                                                                                                                                                                                                       | None | 5,000   |
| Knox County Health Clinic                 | 22 White Street                  | Rockland       | ME | 04841 | Public | To support health care services including preventative care and mental health for those without health insurance                                                                                                                                                                                                                | None | 20,000  |
| LearningWorks                             | 181 Brackett Street              | Portland       | ME | 04102 | Public | To provide transportation and food to students attending LearningWorks' Youth Building Alternatives program, a 48 week alternative education program for out of school youth ages 16-24                                                                                                                                         | None | 40,000  |
| Legal Services for the Elderly            | 5 Wabson Street                  | Augusta        | ME | 04330 | Public | Support for free legal help to low-income seniors most at risk of foreclosure                                                                                                                                                                                                                                                   | None | 29,650  |
| Lincoln County Healthcare                 | 40 Belvedere Road                | Danverscotta   | ME | 04543 | Public | Support for free comprehensive dental exams and x-rays to individuals in Lincoln County                                                                                                                                                                                                                                         | None | 30,000  |
| Literacy Volunteers - Androscoggin        | 15 Sacred Heart Place            | Auburn         | ME | 04210 | Public | Support for literacy tutors and English conversation partners to work with immigrants and refugee students in Androscoggin County                                                                                                                                                                                               | None | 5,782   |
| Lutheran Social Services of New England   | 39 Mechanic Street, #300         | Westbrook      | ME | 04092 | Public | Support for Camp Sign-A-Wish in Monmouth for Maine's deaf adults with developmental disabilities                                                                                                                                                                                                                                | None | 5,000   |
| Lydia Home Association                    | P O Box 93                       | Winning        | ME | 04691 | Public | Support the Safe Families program that recruits and trains volunteer families within seven Maine counties to help care for children when parents are unable to do so                                                                                                                                                            | None | 35,000  |
| Mahtoosuc Kids Association                | 19 Crescent Lane                 | Bethel         | ME | 04217 | Public | To provide after school programming specific to Science, Technology, Engineering and Math (STEM) for up to 450 youth                                                                                                                                                                                                            | None | 15,000  |
| Maine Assoc. of Area Agencies on Aging    | P O Box 5415                     | Augusta        | ME | 04332 | Public | To support planning and development work that promotes safety, independence and well-being of older adults in Maine, especially those who are vulnerable and disadvantaged                                                                                                                                                      | None | 100,000 |
| Maine Centers for Women, Work & Community | 46 University Drive              | Augusta        | ME | 04330 | Public | To support career planning and small business development for low-income women in order to realize economic self-sufficiency                                                                                                                                                                                                    | None | 50,000  |
| Maine Children's Alliance                 | 303 State Street                 | Augusta        | ME | 04101 | Public | Sponsorship - Graffiti Awards                                                                                                                                                                                                                                                                                                   | None | 500     |

John T. Gorman Foundation  
EIN: 01-0498551

|                                         |                                           |  |                |    |            |        |                                                                                                                                                                                                                         |      |           |
|-----------------------------------------|-------------------------------------------|--|----------------|----|------------|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----------|
| Maize Community Foundation              | 245 Main St.                              |  | Ellsworth      | ME | 04605      | Public | John T. Gorman Donor Advised Fund                                                                                                                                                                                       | None | 190,000   |
| Maize Development Foundation            | 295 Water Street, Suite 5                 |  | Augusta        | ME | 04330      | Public | Support to fund an Early Childhood Economic Impact Research Study                                                                                                                                                       | None | 10,000    |
| Maize Development Foundation            | 295 Water Street, Suite 5                 |  | Augusta        | ME | 04330      | Public | To conduct research to better understand the barriers that make it difficult for low-income working adults to successfully reconnect to college and complete degrees                                                    | None | 100,000   |
| Maize Development Foundation            | 295 Water Street, Suite 5                 |  | Augusta        | ME | 04330      | Public | To support the Maine Employer's Initiative, which partners with employers and post-secondary institutions in Maine to reconnect incumbent workers who have some college experience but have not completed their degrees | None | 100,000   |
| Maize Equal Justice Partners            | 126 Sewall Street                         |  | Augusta        | ME | 04330      | Public | Support advocacy organizations working on policy issues facing disadvantaged Maine residents                                                                                                                            | None | 190,000   |
| Maize Farmland Trust                    | 97 Main Street                            |  | Belfast        | ME | 04915      | Public | To provide low-income people facing food insecurity with access to local farm products through free farm shares in Waldo and Kennebec counties                                                                          | None | 50,000    |
| Maize People's Resource Center          | 565 Congress Street                       |  | Portland       | ME | 04101      | Public | To support the Lead Notification Project which will educate low-income residents about ambient lead dust                                                                                                                | None | 32,500    |
| Maize Philanthropy Center               | USM Glickman Family Library, P O Box 9301 |  | Portland       | ME | 04104      | Public | General operating support                                                                                                                                                                                               | None | 7,150     |
| Maize Seacoast Mission                  | 127 West Street                           |  | Bar Harbor     | ME | 04609      | Public | Support for programs meeting the needs of at-risk populations in Hancock County                                                                                                                                         | None | 50,000    |
| Mano en Mano                            | P O Box 573                               |  | Milbridge      | ME | 04638      | Public | To provide assistance to migrant workers in accessing health care, job training, housing, and education services in Washington County                                                                                   | None | 25,000    |
| Mid Coast Hunger Prevention Program     | 84A Union Street                          |  | Brunswick      | ME | 04011      | Public | Support to purchase food for food pantry clients                                                                                                                                                                        | None | 20,000    |
| Midcoast Maine Community Action         | 34 Wing Farm Parkway                      |  | Bath           | ME | 04530      | Public | To provide support for a Sustainable Wellness Program offering families and children access to healthy food                                                                                                             | None | 10,000    |
| Mitchell Institute                      | 22 Monument Square, Suite 200             |  | Portland       | ME | 04101      | Public | To support the Promise Fund, an emergency fund for Mitchell Scholars from low-income families                                                                                                                           | None | 5,000     |
| Morrison Center                         | 60 Chamberlain Road                       |  | Scarborough    | ME | 04074      | Public | Support for a recreation program for children with disabilities                                                                                                                                                         | None | 15,000    |
| Morrison Center                         | 60 Chamberlain Road                       |  | Scarborough    | ME | 04074      | Public | To provide support for a broad range of programs that serve children and adults with disabilities and their families to encourage maximum growth and independence                                                       | None | 10,000    |
| MSAD #24                                | 169 Maine Street, Ste 101                 |  | Van Buren      | ME | 04785      | Public | CDC Coordinated School Health Program Grant                                                                                                                                                                             | None | 5,000     |
| MSAD #49                                | 8 School Street                           |  | Fairfield      | ME | 04937      | Public | CDC Coordinated School Health Program Grant                                                                                                                                                                             | None | 5,000     |
| MSAD #75                                | 50 Republican Avenue                      |  | Topsham        | ME | 04086      | Public | To provide student health services at Mt Ararat High School for low-income students                                                                                                                                     | None | 20,000    |
| New Beginnings                          | 436 Main Street                           |  | Lewiston       | ME | 04240      | Public | Support for housing and support services for disadvantaged and disconnected youth in Androscoggin, Franklin, Cumberland, York, and Kennebec counties                                                                    | None | 25,000    |
| Northeast Hearing & Speech              | 75 West Commercial Street, Suite 205      |  | Portland       | ME | 04101      | Public | Support innovative new technology for use with iPads for children with communication and developmental disabilities                                                                                                     | None | 85,000    |
| Northern York County Family YMCA        | P O Box 1001                              |  | Biddeford      | ME | 04005      | Public | To provide affordable and subsidized full-day child care for children from ages six weeks to five years at their Community Childcare Center                                                                             | None | 10,000    |
| Oasis Health Network                    | 66 Barbeau Drive, Suite 9710              |  | Brunswick      | ME | 04011      | Public | Support for preventative care and mental health services to very low-income clients                                                                                                                                     | None | 25,000    |
| One Tree Wholistic Learning Center      | 72 MacArthur Circle East                  |  | South Portland | ME | 04106      | Public | Support for high-quality child care services for low income families in the Redbank area of South Portland                                                                                                              | None | 27,742    |
| Opportunity Alliance                    | 50 Monument Square                        |  | Portland       | ME | 04101      | Public | Support for the mental health care needs of individuals in the Greater Portland area                                                                                                                                    | None | 200,000   |
| Penobscot Bay YMCA                      | P O Box 840                               |  | Rockport       | ME | 04856      | Public | Support for transportation and food to children and families in the Rockland area attending summer programs at the YMCA                                                                                                 | None | 15,000    |
| Penobscot Community Health Care         | 103 Maine Avenue                          |  | Bangor         | ME | 04402      | Public | To provide access to dental care for those with lowest incomes and greatest need                                                                                                                                        | None | 50,000    |
| Penquis Community Action Program        | P O Box 1162                              |  | Bangor         | ME | 04402-1162 | Public | To support the Intensive Case Management program                                                                                                                                                                        | None | 30,000    |
| Pine Tree Hospice                       | 883 West Main Street                      |  | Dover-Foxcroft | ME | 04426      | Public | To provide operating support for end of life care for low-income individuals and families                                                                                                                               | None | 10,000    |
| Pine Tree Legal Assistance              | P O Box 547                               |  | Portland       | ME | 04112      | Public | Support several legal services programs for low-income Maine residents                                                                                                                                                  | None | 175,000   |
| Portland Adult Education                | 57 Douglas Street                         |  | Portland       | ME | 04103      | Public | To provide operating support for adult education in Portland                                                                                                                                                            | None | 30,000    |
| Preble Street                           | P O Box 1459                              |  | Portland       | ME | 04104      | Public | Support for food programs, including food purchases, transportation, storage and preparation                                                                                                                            | None | 75,000    |
| Preble Street                           | P O Box 1459                              |  | Portland       | ME | 04104      | Public | Support the purchase and renovation of the Lighthouse Shelter for homeless teens                                                                                                                                        | None | 1,000,000 |
| Progress Center                         | 35 Cottage Street                         |  | Norway         | ME | 04268      | Public | To provide operating support for a soup kitchen that serves up to 200 meals per day, three times per week                                                                                                               | None | 10,000    |
| Restorative Justice Project of Midcoast | P O 141                                   |  | Belfast        | ME | 04915      | Public | To support the Court Diversion program for juvenile/young adult offenders                                                                                                                                               | None | 25,000    |

|                                                |                            |                |    |            |        |                                                                                                                                                                                                                                                                                            |      |         |
|------------------------------------------------|----------------------------|----------------|----|------------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| Riverton School                                | 1600 Forest Avenue         | Portland       | ME | 04103      | Public | To build a sustainable school garden for educational and healthy nutritional purposes at Riverton School while reinforcing academic skills during the summer months                                                                                                                        | None | 10,000  |
| RSU #1                                         | 34 Wing Farm Parkway       | Bath           | ME | 04530      | Public | CDC Coordinated School Health Program Grant                                                                                                                                                                                                                                                | None | 5,000   |
| RSU 30/MSAD 30                                 | P O Box 380                | Bathville      | ME | 04694      | Public | CDC Coordinated School Health Program Grant                                                                                                                                                                                                                                                | None | 5,000   |
| RSU 80/MSAD 4                                  | 25 Campus Drive Drop #2    | Gulfport       | ME | 04443      | Public | CDC Coordinated School Health Program Grant                                                                                                                                                                                                                                                | None | 5,000   |
| Safe Voices                                    | P O Box 713                | Auburn         | ME | 04210      | Public | To provide security rental deposits for safe housing for women fleeing domestic violence                                                                                                                                                                                                   | None | 15,000  |
| Seeds of Independence                          | P O Box 8                  | Freeport       | ME | 04032      | Public | Support for at-risk youth (young juvenile offenders) primarily in the Freeport, Brunswick and Topsham area.                                                                                                                                                                                | None | 5,000   |
| SeniorsPlus                                    | 8 Falcon Road              | Lewiston       | ME | 04240      | Public | To provide meals to seniors currently on the waiting list of the Meals on Wheels program.                                                                                                                                                                                                  | None | 25,000  |
| Sexual Assault Response Services - So ME       | P O Box 1371               | Portland       | ME | 04104      | Public | To provide operating support for victims of sexual violence in southern Maine                                                                                                                                                                                                              | None | 15,000  |
| Southern Maine Area Agency on Aging            | 136 US Route One           | Scarborough    | ME | 04074      | Public | To provide Meals on Wheels to homebound people in York and Cumberland counties who are under 60 and disabled                                                                                                                                                                               | None | 30,000  |
| Spectrum Generations                           | P O Box 2589               | Augusta        | ME | 04338      | Public | To provide meals through the Meals on Wheels program to homebound adults and seniors in Somerset County                                                                                                                                                                                    | None | 23,600  |
| St. Apollonia Dental Clinic                    | 122 Academy Street, Ste A  | Presque Isle   | ME | 04769      | Public | To support dental services to 1,300 low-income children in Aroostook County                                                                                                                                                                                                                | None | 21,400  |
| St. Mary's Regional Medical Center             | P O Box 7291               | Lewiston       | ME | 04234      | Public | To provide education and support for people with limited incomes, and/or facing food insecurity, in accessing fresh foods through coordinated local food initiatives                                                                                                                       | None | 25,000  |
| St. Vincent dePaul Society Soup Kitchen        | 307 Congress Street        | Portland       | ME | 04101      | Public | To support serving meals to homeless individuals and people in need in the Portland area.                                                                                                                                                                                                  | None | 10,000  |
| Sunrise County Economic Council                | 53 Prescott Drive, Suite 3 | Machias        | ME | 04654      | Public | Support of the Community Technology Plan, which provides digital literacy education to residents and businesses in Washington County                                                                                                                                                       | None | 150,000 |
| Sunrise Opportunities                          | P O Box 88                 | Machias        | ME | 04654      | Public | To provide short term or one time financial support to meet the critical needs of poor families                                                                                                                                                                                            | None | 30,000  |
| Sunrise Opportunities                          | P O Box 88                 | Machias        | ME | 04654      | Public | General operating support for the Community Caring Collaborative                                                                                                                                                                                                                           | None | 75,000  |
| Sustainable Harvest International              | 779 North Bend Road        | Surry          | ME | 04684      | Public | Support for Food For Maine's Future program that provides fresh food to migrant farmworkers                                                                                                                                                                                                | None | 12,000  |
| Tedford Housing                                | P O Box 958                | Brunswick      | ME | 04011      | Public | To provide operating support for the Brunswick adult and family shelters serving the Mid-Coast Maine region.                                                                                                                                                                               | None | 37,500  |
| The Foundation for Maine's Community Colleges  | 54 Lighthouse Circle       | South Portland | ME | 04106      | Public | To enhance academic support services at Eastern Maine Community College                                                                                                                                                                                                                    | None | 140,000 |
| The Opportunity Alliance                       | 50 Lydia Lane              | South Portland | ME | 04106      | Public | To support a more comprehensive and integrated approach to serving patients with severe and persistent mental health diagnoses                                                                                                                                                             | None | 50,000  |
| Trekkers, Inc                                  | P O Box 455                | Treants Harbor | ME | 04860      | Public | Support a new treatment for clients suffering from post-traumatic stress disorder, mental illness and substance abuse                                                                                                                                                                      | None | 5,000   |
| Tri-County Mental Health Services              | P O Box 2008               | Lewiston       | ME | 04240      | Public | To provide general operating support for the Center for Women's Women, a drop-in center for low-income women. The center provides services to address basic needs including dental, medical, and mental health services including domestic violence and sexual assault services as needed. | None | 80,000  |
| Trinity Episcopal Church                       | 247 Bates Street           | Lewiston       | ME | 04240      | Public | To support Tree Street Youth which provides free academic and social services for children K-12 and their families in Lewiston.                                                                                                                                                            | None | 10,000  |
| Trinity Episcopal Church                       | 247 Bates Street           | Lewiston       | ME | 04240      | Public | United Way of Greater Portland / John T. Gorman Challenge Match program                                                                                                                                                                                                                    | None | 50,000  |
| United Way of Greater Portland                 | P O Box 15200              | Portland       | ME | 04112      | Public | To support the Keep ME Warm Fund to be distributed statewide for heating assistance for low-income Mainers                                                                                                                                                                                 | None | 71,274  |
| United Way of Greater Portland                 | P O Box 15200              | Portland       | ME | 04112      | Public | To support the work of the Early Childhood Funders group                                                                                                                                                                                                                                   | None | 30,000  |
| United Way of Greater Portland                 | P O Box 15200              | Portland       | ME | 04112      | Public | 2012 Annual Campaign                                                                                                                                                                                                                                                                       | None | 10,000  |
| United Way of Greater Portland                 | P O Box 15200              | Portland       | ME | 04112      | Public | Support for improving the quality of child care programs and the planning work for Portland Connected.                                                                                                                                                                                     | None | 10,000  |
| United Way of Greater Portland                 | P O Box 15200              | Portland       | ME | 04112      | Public | To fund the Portland Education Partnership - cradle to career initiative                                                                                                                                                                                                                   | None | 30,000  |
| Unity Barn Raisers                             | P O Box 381                | Unity          | ME | 04988      | Public | To provide and increase the nutrition value meals served to low-income families in Waldo County                                                                                                                                                                                            | None | 75,000  |
| University of Maine - Farmington               | 224 Main Street            | Farmington     | ME | 04938      | Public | To support Expanded Learning Opportunities (ELOs) through the Maine Afterschool Network and provide a match for a Mont Foundation grant.                                                                                                                                                   | None | 11,000  |
| University of New Hampshire / Carney Institute | Service Building, Room 109 | Durham         | NH | 03824-3585 | Public | To support research on low-income children, disconnected youth, single parents, and seniors                                                                                                                                                                                                | None | 100,000 |
|                                                |                            |                |    |            |        |                                                                                                                                                                                                                                                                                            | None | 80,045  |

John T. Gorman Foundation  
EIN: 01-0498551

|                                         |                       |             |    |       |        |                                                                                                                                                   |      |         |
|-----------------------------------------|-----------------------|-------------|----|-------|--------|---------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| Volunteers of America NNE               | 14 Maine Street       | Brunswick   | ME | 04011 | Public | To support employment service programs for clients that are veterans, formerly incarcerated, mentally ill, and/or homeless                        | None | 35,000  |
| Volunteers of America NNE               | 14 Maine Street       | Brunswick   | ME | 04011 | Public | Support for the Arthur B. Huot Veterans House, providing apartments in Saco, Maine for veterans who are homeless                                  | None | 10,000  |
| Waldo Community Action Partners         | 9 Field Street        | Belfast     | ME | 04915 | Public | To support early education services for children and adults from low-income and underserved households                                            | None | 12,500  |
| Washington County Children's Program    | P O Box 311           | Machias     | ME | 04654 | Public | To provide oral health care services to children through two-week long clinics in collaboration with the New York University College of Dentistry | None | 25,000  |
| Washington Hancock Community Agency     | P O Box 299           | Ellsworth   | ME | 04605 | Public | To support the Food Rescue Program which sources food from over 20 vendors and redistributes it to more than 60 food pantries                     | None | 20,000  |
| Wayside Food Programs                   | 135 Walton Street     | Portland    | ME | 04103 | Public | Support for youth programming for youth, ages 10-18                                                                                               | None | 15,000  |
| Westbrook Youth Center/Mission Possible | 755 Main Street       | Westbrook   | ME | 04092 | Public | Support for weatherization of homes occupied by low income individuals and families through the Energy Leak Reduction Program.                    | None | 25,000  |
| Western Maine Community Action          | P O Box 200           | East Wilton | ME | 04234 | Public | Support for the Keeping Seniors Home program, providing needed weatherization and safety upgrades to homes for low income seniors                 | None | 56,000  |
| Western Maine Community Action          | P O Box 200           | East Wilton | ME | 04234 | Public | Support for the Keeping Seniors Home program, providing needed weatherization and safety upgrades to homes for low income seniors                 | None | 32,000  |
| Wholesome Wave                          | 189 State Street      | Bridgeport  | CT | 06604 | Public | Support a sustainable model for helping Supplemental Nutrition Assistance Program (SNAP) recipients access healthy food through farmers markets   | None | 200,000 |
| York County Community Health Care       | 6 Spruce Street       | Sanford     | ME | 04073 | Public | To provide dental care for uninsured patients through an existing oral health care program                                                        | None | 26,400  |
| York County Shelter Program, Inc        | 147 Shaker Hill Road  | Alfred      | ME | 04002 | Public | Support for food and mental health/psychiatric services at the Homeless Shelter in York                                                           | None | 50,000  |
| Youth and Family Outreach               | 331 Cumberland Avenue | Portland    | ME | 04101 | Public | Support to help pre-school disadvantaged Maine children                                                                                           | None | 5,000   |

6,328,696

Total Grants and Contributions Paid