Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation		A Employer identification number
THE NEW ENGLAND FOUNDATION C/O JOSEPH MCNAY		22-2757391
Number and street (or P O box number if mail is not delivered to street address) 125 HIGH STREET	Room/suite 1803	B Telephone number 617-342-3200
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110		C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,047,638.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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	12,642.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	89,960.	89,960.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,098,191.			
b Gross sales price for all assets on line 6a 13,427,066.				
7 Capital gain net income (from Part IV, line 2)		1,098,191.		
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	78,096.	78,096.		STATEMENT 2
12 **Total.** Add lines 1 through 11	1,278,889.	1,266,247.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees STMT 3	47,916.	40,729.		7,187.
17 Interest				
18 Taxes STMT 4	1,093.	1,093.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	101,676.	100,389.		1,287.
24 **Total operating and administrative expenses.** Add lines 13 through 23	150,685.	142,211.		8,474.
25 Contributions, gifts, grants paid	506,700.			506,700.
26 **Total expenses and disbursements.** Add lines 24 and 25	657,385.	142,211.		515,174.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	621,504.			
b **Net investment income** (if negative, enter -0-)		1,124,036.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	9.		
2 Savings and temporary cash investments	432,350.	780,440.	780,440.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations STMT 6	1,704,264.	1,200,449.	1,212,082.
b Investments - corporate stock STMT 7	8,798,119.	9,307,357.	11,055,116.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other			
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,934,742.	11,288,246.	13,047,638.
Liabilities			
17 Accounts payable and accrued expenses	276,000.	8,000.	
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	276,000.	8,000.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	11,060,626.	10,658,742.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	-401,884.	621,504.	
30 **Total net assets or fund balances**	10,658,742.	11,280,246.	
31 **Total liabilities and net assets/fund balances**	10,934,742.	11,288,246.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,658,742.
2 Enter amount from Part I, line 27a	2	621,504.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,280,246.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,280,246.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	13,427,066.		12,328,875.	1,098,191.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,098,191.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — 1,098,191.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	988,263.	11,613,521.	.085096
2011	1,156,948.	12,723,073.	.090933
2010	1,104,223.	12,312,115.	.089686
2009	1,054,251.	11,480,318.	.091831
2008	1,388,707.	16,009,267.	.086744

2	**Total** of line 1, column (d)	2	.444290
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.088858
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,536,620.
5	Multiply line 4 by line 3	5	1,113,979.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,240.
7	Add lines 5 and 6	7	1,125,219.
8	Enter qualifying distributions from Part XII, line 4	8	515,174.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	22,481.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	22,481.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	22,481.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,944.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	70,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	81,944.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	59,463.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	59,463.	**Refunded** ▶	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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOSEPH MCNAY Telephone no. ▶617-432-3200
Located at ▶125 HIGH STREET, BOSTON, MA ZIP+4 ▶02110

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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
JOSEPH C. MCNAY C/O ESSEX INV. MGMT. 125 HIGH STREET BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
COLIN MCNAY C/O ESSEX INV. MGMT. 125 HIGH STREET BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	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
NONE				

Total number of other employees paid over $50,000 ▶ 0

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
NONE		
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 NOT APPLICABLE	0.
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 NOT APPLICABLE	0.
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,076,432.
b	Average of monthly cash balances	1b	651,101.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,727,533.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,727,533.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	190,913.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,536,620.
6	**Minimum investment return.** Enter 5% of line 5	6	626,831.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	626,831.
2a	Tax on investment income for 2013 from Part VI, line 5 2a 22,481.		
b	Income tax for 2013 (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	22,481.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	604,350.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	604,350.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	604,350.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	515,174.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	515,174.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	515,174.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				604,350.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008 — 290,780.				
b From 2009 — 450,235.				
c From 2010 — 524,015.				
d From 2011 — 547,932.				
e From 2012 — 419,213.				
f **Total** of lines 3a through e	2,232,175.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 515,174.				
a Applied to 2012, but not more than line 2a			0.	
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 2013 distributable amount				515,174.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	89,176.			89,176.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,142,999.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
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 2008 not applied on line 5 or line 7	201,604.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	1,941,395.			
10 Analysis of line 9:				
a Excess from 2009 — 450,235.				
b Excess from 2010 — 524,015.				
c Excess from 2011 — 547,932.				
d Excess from 2012 — 419,213.				
e Excess from 2013 —				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

N/A, 6173423200

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED	N/A	ALL PUBLIC CHARITIES	SEE ATTACHED STATEMENT	506,700.
Total			▶ 3a	506,700.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	89,960.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	78,096.	
8 Gain or (loss) from sales of assets other than inventory			18	1,098,191.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,266,247.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,266,247.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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

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

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

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

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: Joseph McNay   Date: 8/19/14   Title: Chairman

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
Diana Coran		8/14/14		P00188391

Firm's name ▶ DELOITTE TAX LLP   Firm's EIN ▶ 86-1065772

Firm's address ▶ 200 BERKELEY STREET BOSTON, MA 02116   Phone no. 617-437-2000

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990 .

OMB No 1545-0047

2013

Name of the organization
THE NEW ENGLAND FOUNDATION
C/O JOSEPH MCNAY

Employer identification number
22-2757391

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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE NEW ENGLAND FOUNDATION C/O JOSEPH MCNAY	22-2757391

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THOMAS EBERT BASS IRREVOCABLE TRUST C/O ESSEX INVESTMENT MGMT CO, LLC 125 HIGH STREET BOSTON, MA 02110	$ 12,642.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE NEW ENGLAND FOUNDATION C/O JOSEPH MCNAY	22-2757391

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE NEW ENGLAND FOUNDATION C/O JOSEPH MCNAY	22-2757391

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

(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

(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

(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

2013 Tax Information Statement

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
Recipient's Tax ID Number:	**22-2757391**
Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
THE NEW ENGLAND FOUNDATION
C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
88554D205	3D SYSTEMS CORP		DDD					
309.0000	05/01/2013	04/05/2013	11,804.12	9,650.87	0.00	2,153.25	0.00	0.00
88554D205	3D SYSTEMS CORP		DDD					
302.0000	05/15/2013	04/05/2013	15,048.44	9,432.25	0.00	5,616.19	0.00	0.00
88554D205	3D SYSTEMS CORP		DDD					
1178.0000	06/19/2013	04/05/2013	54,872.40	36,792.00	0.00	18,080.40	0.00	0.00
H0023R105	ACE LTD		ACE					
1484.0000	02/05/2013	04/20/2012	126,122.63	111,708 10	0.00	14,414.53	0.00	0.00
00508Y102	ACUITY BRANDS INC		AYI					
1010.0000	09/30/2013	05/30/2013	92,858.39	75,998.16	0 00	16,860.23	0.00	0.00
00508Y102	ACUITY BRANDS INC		AYI					
706.0000	10/30/2013	Various	72,328.37	52,556.99	0.00	19,771.38	0.00	0.00
00101J106	ADT CORP		ADT					
2149.0000	05/01/2013	Various	88,768.25	98,276.44	0.00	-9,508.19	0.00	0.00
00101J106	ADT CORP		ADT					
1358.0000	05/03/2013	Various	59,381.83	59,400.76	0.00	-18.93	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
Recipient's Tax ID Number:	**22-2757391**
Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address:
THE NEW ENGLAND FOUNDATION
C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
008474108	AGNICO EAGLE MINES LTD		AEM					
4556.0000	12/20/2013	11/29/2013	114,552.70	125,668.15	0.00	-11,115.45	0.00	0.00
G0176J109	ALLEGION PLC		ALLE					
750.0000	12/04/2013	Various	31,476.95	28,119.82	0.00	3,357.13	0.00	0.00
G0176J109	ALLEGION PLC		ALLE					
.3333	12/05/2013	11/15/2013	13.65	13.91	0.00	-0.26	0.00	0.00
019344100	ALLIED NEVADA GOLD CORP		ANV					
1838.0000	01/25/2013	Various	43,614.76	66,282.85	0.00	-22,668.09	0.00	0.00
019344100	ALLIED NEVADA GOLD CORP		ANV					
1837 0000	01/28/2013	Various	42,403.25	55,539 01	0 00	-13,135.76	0.00	0.00
023135106	AMAZON COM INC COM		AMZN					
214.0000	05/23/2013	04/26/2013	55,880.74	57,343.42	0 00	-1,462.68	0.00	0.00
032511107	ANADARKO PETROLEUM CORP COM		APC					
601.0000	06/24/2013	02/05/2013	48,582.67	49,271.84	0.00	-689 17	0.00	0 00
032511107	ANADARKO PETROLEUM CORP COM		APC					
617.0000	12/19/2013	Various	48,649.48	49,902 99	0 00	-1,253.51	0.00	0.00
037411105	APACHE CORP COM (**)		APA					
1342.0000	02/25/2013	12/19/2012	99,691.18	107,595.79	0.00	-7,904.61	0.00	0.00

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WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
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Payer's Federal ID Number:	**20-8007203**
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Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
037411105	APACHE CORP COM (**)		APA					
1390.0000	08/19/2013	07/02/2013	105,062.71	116,732.62	0.00	-11,669.91	0.00	0.00
04316A108	ARTISAN PARTNERS ASSET MANAG		APAM					
1752.0000	04/26/2013	03/07/2013	65,825.01	61,758.00	0.00	4,067.01	0.00	0.00
05155C105	AURICO GOLD INC		AUQ					
6693.0000	01/25/2013	01/11/2013	47,806.35	54,489.05	0.00	-6,682.70	0.00	0.00
05155C105	AURICO GOLD INC		AUQ					
6692.0000	01/28/2013	01/11/2013	46,227 96	54,480.91	0.00	-8,252.95	0.00	0.00
129603106	CALGON CARBON CORP		CCC					
1270.0000	05/01/2013	03/06/2013	21,451.33	22,415.88	0.00	-964.55	0.00	0.00
129603106	CALGON CARBON CORP		CCC					
2802.0000	05/02/2013	Various	47,539.62	49,372.71	0.00	-1,833.09	0.00	0 00
129603106	CALGON CARBON CORP		CCC					
2327.0000	05/03/2013	02/25/2013	40,335 54	40,830.47	0.00	-494.93	0.00	0.00
141619106	CARDIOVASCULAR SYS INC		CSII					
1500.0000	10/30/2013	Various	43,116.44	29,185.10	0.00	13,931.34	0 00	0.00
141619106	CARDIOVASCULAR SYS INC		CSII					
992.0000	10/31/2013	03/20/2013	29,332.92	18,472 13	0.00	10,860.79	0 00	0.00

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WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
Recipient's Tax ID Number:	**22-2757391**
Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address:
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C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
172967424	CITIGROUP INC		C					
1414.0000	08/19/2013	Various	69,895.77	63,879.60	0.00	6,016.17	0.00	0.00
19075F106	COBALT INTERNATIONAL ENERGY INC		CIE					
2037.0000	05/23/2013	04/24/2013	53,440.37	56,935.78	0.00	-3,495.41	0.00	0.00
20825C104	CONOCOPHILLIPS		COP					
958.0000	04/26/2013	10/16/2012	56,067.22	55,337.72	0.00	729.50	0.00	0.00
225223304	CRAY INC		CRAY					
1396 0000	01/28/2013	09/21/2012	25,671.58	18,737.39	0.00	6,934.19	0.00	0 00
225223304	CRAY INC		CRAY					
3001.0000	04/02/2013	Various	67,739.45	40,087.16	0.00	27,652 29	0.00	0.00
23247W104	CYAN INC		CYNI					
5428.0000	08/07/2013	08/05/2013	50,247 20	61,336.40	0.00	-11,089.20	0.00	0.00
245077102	DEL FRISCOS RESTAURANT GROUP		DFRG					
1398.0000	10/01/2013	07/26/2013	27,232.56	30,163 95	0.00	-2,931.39	0.00	0.00
25179M103	DEVON ENERGY CORPORATION NEW		DVN					
1012.0000	04/02/2013	12/19/2012	55,384.61	54,096.36	0.00	1,288.25	0.00	0 00
26969P108	EAGLE MATERIALS INC		EXP					
505.0000	01/28/2013	10/05/2012	32,540.91	25,605.21	0.00	6,935.70	0.00	0 00

2013 Tax Information Statement

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STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
Recipient's Tax ID Number:	**22-2757391**
Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
THE NEW ENGLAND FOUNDATION
C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

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26969P108	EAGLE MATERIALS INC		EXP					
871.0000	05/01/2013	Various	57,560.57	44,049.86	0.00	13,510.71	0.00	0.00
292764107	ENERNOC INC		ENOC					
4655.0000	03/06/2013	Various	81,268.42	60,709.69	0.00	20,558.73	0.00	0.00
292764107	ENERNOC INC		ENOC					
1440.0000	05/01/2013	Various	24,655.70	16,881.15	0.00	7,774.55	0.00	0.00
292764107	ENERNOC INC		ENOC					
4440.0000	08/07/2013	Various	66,803 08	45,982.40	0.00	20,820.68	0.00	0.00
292764107	ENERNOC INC		ENOC					
3724.0000	08/08/2013	08/16/2012	55,172.33	34,558.72	0.00	20,613.61	0.00	0.00
302104104	EXONE CO/THE		XONE					
120.0000	05/01/2013	04/05/2013	4,523.35	3,730.31	0.00	793.04	0 00	0.00
302104104	EXONE CO/THE		XONE					
413.0000	05/15/2013	04/05/2013	18,583.26	12,838.48	0.00	5,744.78	0 00	0.00
302104104	EXONE CO/THE		XONE					
1310.0000	05/23/2013	04/05/2013	56,933 05	40,722.52	0 00	16,210.53	0.00	0.00
30303M102	FACEBOOK INC-A		FB					
2115.0000	05/23/2013	04/26/2013	53,071.40	56,955.26	0.00	-3,883.86	0.00	0.00

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G35569105	FLEETMATICS GROUP PLC		FLTX					
1955.0000	12/19/2013	05/09/2013	73,096.17	49,047.23	0.00	24,048.94	0.00	0.00
35671D857	FREEPORT-MCMORAN COPPER & GOLD INC CL B		FCX					
2309.0000	05/01/2013	10/18/2012	69,297.07	98,313.06	0.00	-29,015.99	0.00	0.00
35671D857	FREEPORT-MCMORAN COPPER & GOLD INC CL B		FCX					
2831.0000	06/24/2013	Various	75,789.35	100,253.69	0.00	-24,464.34	0.00	0.00
369604103	GENERAL ELECTRIC CO		GE					
2356.0000	11/18/2013	08/19/2013	64,579.43	56,143.48	0.00	8,435.95	0.00	0.00
38045R107	GOL LINHAS AEREAS INTEL-ADR		GOL					
14897.9976	11/19/2013	Various	64,910.92	82,541.17	0.00	-17,630.25	0.00	0.00
38045R107	GOL LINHAS AEREAS INTEL-ADR		GOL					
1244.0024	11/19/2013	10/22/2013	5,420.15	7,013.19	1,593.04	0.00	0.00	0.00
38045R107	GOL LINHAS AEREAS INTEL-ADR		GOL					
1244.0000	11/20/2013	09/27/2013	5,461 31	8,220 20	0.00	-2,758.89	0.00	0.00
36191J101	GSV CAPITAL CORP		GSVC					
10020.0000	12/20/2013	Various	112,026.66	120,636.68	0.00	-8,610.02	0.00	0.00
406216101	HALLIBURTON CO COM		HAL					
3206.0000	01/11/2013	10/16/2012	116,737.46	110,597 38	0.00	6,140.08	0.00	0.00

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413833104	HARRIS & HARRIS GROUP INC		TINY					
1490 0000	06/24/2013	06/04/2013	4,664.37	5,462.94	798.57	0 00	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
1610.0000	06/25/2013	Various	4,955.97	6,386.19	1,430.22	0.00	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
1150.0000	06/26/2013	04/19/2013	3,545.39	5,247.34	1,701.95	0.00	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
164.0014	06/27/2013	03/28/2013	509.94	844.01	0.00	-334.07	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
845.9986	06/27/2013	Various	2,630 49	4,178.81	1,548.32	0.00	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
1060.9970	06/28/2013	Various	3,258.48	5,669.64	2,411.16	0.00	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
109.0030	06/28/2013	04/19/2013	334.76	497.37	0.00	-162.61	0.00	0.00
413833104	HARRIS & HARRIS GROUP INC		TINY					
1337.0000	07/01/2013	Various	4,137.67	7,498.18	0.00	-3,360.51	0.00	0.00
42805T105	HERTZ GLOBAL HOLDINGS INC		HTZ					
4685.0000	10/01/2013	09/06/2013	104,220.22	119,302.12	0.00	-15,081.90	0.00	0.00

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436440101	HOLOGIC INC COM		HOLX					
2660.0000	04/26/2013	12/18/2012	53,671.22	54,117.97	0.00	-446.75	0.00	0.00
45784P101	INSULET CORP		PODD					
1677.0000	02/05/2013	06/11/2012	38,473.20	33,517.69	0.00	4,955.51	0.00	0.00
45784P101	INSULET CORP		PODD					
2397.0000	04/26/2013	Various	60,422.94	47,221.09	0.00	13,201.85	0.00	0.00
45845P108	INTERCEPT PHARMACEUTICALS IN		ICPT					
1150.0000	06/24/2013	04/22/2013	44,477.55	36,761.71	0 00	7,715 84	0.00	0.00
45845P108	INTERCEPT PHARMACEUTICALS IN		ICPT					
599.0000	06/25/2013	04/22/2013	23,628.94	19,148.05	0.00	4,480 89	0.00	0.00
46625H100	J P MORGAN CHASE & CO COM		JPM					
2196.0000	08/27/2013	05/24/2013	112,290.28	117,650.92	0.00	-5,360.64	0.00	0 00
548661107	LOWES COMPANIES INC COM		LOW					
781.0000	02/25/2013	12/04/2012	28,191.12	27,940.67	0.00	250.45	0.00	0.00
548661107	LOWES COMPANIES INC COM		LOW					
1470.0000	03/25/2013	12/04/2012	55,903.87	52,589.98	0.00	3,313.89	0.00	0 00
573284106	MARTIN MARIETTA MATLS INC COM		MLM					
1759.0000	07/31/2013	Various	177,023.73	182,681.94	0.00	-5,658.21	0.00	0.00

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125 HIGH SREET
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58501N101	MEDIVATION INC		MDVN					
845.0000	10/30/2013	08/02/2013	51,224.78	49,231.14	0.00	1,993.64	0.00	0.00
63888U108	NATURAL GROCERS BY VITAMIN C		NGVC					
2172.0000	10/10/2013	Various	77,986.69	43,963.52	0.00	34,023.17	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
220 0000	07/09/2013	03/05/2013	846.69	786.08	0.00	60.61	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
280.0000	07/29/2013	03/05/2013	861.20	1,000.47	0.00	-139.27	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
818.0000	07/30/2013	03/05/2013	2,479.23	2,922 79	0.00	-443.56	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
2130.0000	07/31/2013	Various	6,035.67	7,479.16	0.00	-1,443.49	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
320.0000	07/31/2013	03/01/2013	881.58	1,094.02	0.00	-212 44	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
2117.0000	08/01/2013	03/01/2013	5,994.81	7,237.60	0.00	-1,242.79	0.00	0.00
64049M209	NEOGENOMICS INC		NEO					
2454.0000	08/02/2013	03/01/2013	6,079.92	8,389.73	0.00	-2,309.81	0.00	0.00

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651639106	NEWMONT MINING CORP CAP COM		NEM					
2484.0000	05/01/2013	Various	80,209.79	108,102.34	0.00	-27,892 55	0.00	0.00
651639106	NEWMONT MINING CORP CAP COM		NEM					
1762.0000	06/18/2013	Various	56,572.25	73,353.94	0.00	-16,781.70	0.00	0.00
66987G102	NOVADAQ TECHNOLOGIES INC		NVDQ					
4375.0000	07/19/2013	04/22/2013	56,161.76	56,771.75	0.00	-609.99	0.00	0.00
71377E105	PERFORMANT FINANCIAL CORP		PFMT					
8892.0000	04/19/2013	Various	102,487.76	100,160.26	0.00	2,327.50	0.00	0 00
71377E105	PERFORMANT FINANCIAL CORP		PFMT					
6471.0000	04/19/2013	Various	73,465.54	59,240.96	0.00	14,224.58	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
1510.0000	08/27/2013	06/19/2013	24,062.49	35,830.79	0.00	-11,768.30	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
300.0000	08/28/2013	06/19/2013	4,696 41	7,118.70	0.00	-2,422.29	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
410.0000	08/29/2013	Various	6,312.28	9,715.33	0.00	-3,403.05	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
40.0000	08/30/2013	06/18/2013	614.46	947.36	0.00	-332.90	0.00	0.00

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72941W100	PLY GEM HOLDINGS INC		PGEM					
1020 0000	09/03/2013	Various	15,767.30	24,067.67	0.00	-8,300.37	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
1540.0000	09/03/2013	Various	23,784.88	36,050.76	0.00	-12,265.88	0.00	0.00
72941W100	PLY GEM HOLDINGS INC		PGEM					
1007.0000	09/04/2013	Various	15,686.78	21,092.67	0.00	-5,405.89	0.00	0.00
74164F103	PRIMORIS SERVICES CORP		PRIM US					
4161.0000	06/24/2013	Various	79,351.38	88,537.87	0.00	-9,186.49	0.00	0.00
74734M109	QIHOO 360 TECHNOLOGY CO LTD		QIHU					
1606.0025	01/31/2013	01/09/2013	49,172 28	51,887.85	2,715 57	0 00	0.00	0.00
74734M109	QIHOO 360 TECHNOLOGY CO LTD		QIHU					
231.9975	01/31/2013	Various	7,103.26	7,462.06	0.00	-358 80	0.00	0.00
74734M109	QIHOO 360 TECHNOLOGY CO LTD		QIHU					
1606.0000	02/01/2013	01/02/2013	48,543.79	54,288.88	0.00	-5,745.09	0.00	0.00
747525103	QUALCOMM		QCOM					
735.0000	06/07/2013	12/03/2012	45,313.94	46,886 46	0.00	-1,572.52	0.00	0.00
75281A109	RANGE RESOURCES CORPORATION		RRC					
169.0000	06/24/2013	12/19/2012	12,713.66	10,734.00	0.00	1,979.66	0 00	0.00

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761283100	RESTORATION HARDWARE HOLDING		RH					
1473.0000	05/01/2013	Various	56,635 14	54,694.46	0.00	1,940.68	0.00	0.00
761283100	RESTORATION HARDWARE HOLDING		RH					
1475.0000	08/07/2013	Various	97,230.15	50,332.44	0.00	46,897.71	0.00	0.00
780287108	ROYAL GOLD INC		RGLD					
449.0000	04/10/2013	01/29/2013	29,277.06	34,347.15	0.00	-5,070.09	0.00	0.00
78112T107	RUBICON TECHNOLOGY INC		RBCN					
2946.0000	10/30/2013	08/20/2013	25,317.78	29,690.67	0.00	-4,372.89	0.00	0.00
78112T107	RUBICON TECHNOLOGY INC		RBCN					
9243.0000	10/31/2013	Various	79,978.28	88,579.00	0 00	-8,600 72	0.00	0.00
831865209	SMITH A O CORP		AOS					
3176.0000	06/24/2013	Various	111,911.38	110,473.83	0.00	1,437.55	0.00	0.00
845467109	SOUTHWESTERN ENERGY CO COM		SWN					
1589.0000	06/24/2013	12/19/2012	55,717.31	53,043 05	0.00	2,674.26	0.00	0.00
845467109	SOUTHWESTERN ENERGY CO COM		SWN					
1638.0000	11/18/2013	12/19/2012	59,281.62	54,678.73	0.00	4,602.89	0.00	0.00
85208M102	SPROUTS FARMERS MARKETS INC		SFM					
292.0000	10/10/2013	08/08/2013	13,408.49	11,647.56	0.00	1,760.93	0.00	0.00

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WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number:	**4741968**
Recipient's Tax ID Number:	**22-2757391**
Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address:
THE NEW ENGLAND FOUNDATION
C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
85208M102	SPROUTS FARMERS MARKETS INC		SFM					
1265.0000	11/19/2013	Various	50,777.10	47,889.92	0.00	2,887.18	0.00	0.00
871546206	SYMMETRY MEDICAL INC		SMA					
4750.0000	03/25/2013	Various	53,439.62	42,997.01	0.00	10,442.61	0.00	0.00
871546206	SYMMETRY MEDICAL INC		SMA					
3228.0000	03/26/2013	07/05/2012	36,576.28	27,244.32	0.00	9,331.96	0.00	0.00
878193101	TEARLAB CORP		TEAR					
1990.0000	12/19/2013	Various	16,692.04	14,849.57	0.00	1,842.47	0.00	0.00
878193101	TEARLAB CORP		TEAR					
6392.0000	12/20/2013	Various	55,206.10	44,845.18	0.00	10,360.92	0.00	0.00
38141G104	THE GOLDMAN SACHS GROUP INC		GS					
416.0000	08/19/2013	06/06/2013	66,127.70	66,359.86	0.00	-232.16	0.00	0 00
904572203	UNI-PIXEL INC		UNXL					
2403.0000	05/17/2013	Various	76,556.66	59,568 59	0.00	16,988.07	0.00	0.00
904572203	UNI-PIXEL INC		UNXL					
729.0000	07/03/2013	06/17/2013	9,618.62	11,736 03	0.00	-2,117.41	0.00	0.00
904572203	UNI-PIXEL INC		UNXL					
2916.0000	07/05/2013	06/17/2013	35,886.58	46,944.10	0.00	-11,057.52	0.00	0 00

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2013 Tax Information Statement

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WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

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125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

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910047109	UNITED CONTINENTAL HOLDINGS INC		UAL					
3433.0000	09/30/2013	05/24/2013	105,253.94	118,081.47	0.00	-12,827.53	0.00	0.00
903293405	USG CORP		USG					
536.0000	01/28/2013	09/28/2012	15,933.53	11,821.37	0.00	4,112.16	0.00	0.00
903293405	USG CORP		USG					
636.0000	02/25/2013	09/28/2012	17,164.42	14,026.85	0.00	3,137.57	0.00	0.00
903293405	USG CORP		USG					
4019.0000	04/02/2013	Various	101,760.41	86,648.69	0.00	15,111.72	0.00	0.00
922417100	VEECO INSTRUMENTS INC DEL		VECO					
3546.0000	10/22/2013	Various	113,214.35	119,097.28	0 00	-5,882.93	0.00	0 00
929566107	WABASH NATIONAL CORP		WNC					
3659.0000	02/05/2013	11/08/2012	38,401.43	27,006.71	0.00	11,394.72	0 00	0.00
960908309	WESTPORT INNOVATIONS INC		WPRT					
1181.0000	05/03/2013	03/08/2013	34,331.48	34,389.90	0.00	-58.42	0.00	0.00
960908309	WESTPORT INNOVATIONS INC		WPRT					
766.0000	05/06/2013	03/08/2013	21,958.35	22,305 38	0.00	-347.03	0.00	0.00
960908309	WESTPORT INNOVATIONS INC		WPRT					
2182.0000	09/26/2013	08/08/2013	54,468.97	60,458.42	0 00	-5,989.45	0.00	0.00

2013 Tax Information Statement

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State:	**MA**
Questions?	**(800)392-9244**

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125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
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98978V103	ZOETIS INC		ZTS					
1906.0000	11/18/2013	05/02/2013	~~60,408.70~~	~~63,990.14~~	~~0.00~~	~~-3,521.44~~	0.00	0.00
Total Short Term Sales Reported on 1099-B			**5,966,201.25**	**5,845,482.72**	**12,198.83**	**132,917.35**	**0.00**	**0.00**
Report on Form 8949, Part I, with Box A checked								
Long Term Sales Reported on 1099-B								
247361702	DELTA AIR LINES INC		DAL					
4347.0000	08/19/2013	04/24/2012	82,500.71	45,980.39	0.00	36,520.32	0.00	0.00
254687106	DISNEY WALT CO COM		DIS					
1070.0000	08/07/2013	12/30/2011	69,829.98	40,210.28	0.00	29,619.70	0.00	0.00
278642103	EBAY INC COM		EBAY					
368.0000	04/26/2013	03/26/2012	19,186.13	14,011.71	0.00	5,174.42	0.00	0.00
278642103	EBAY INC COM		EBAY					
1632.0000	10/22/2013	Various	84,604.99	60,490.33	0.00	24,114.66	0.00	0.00
29270J100	ENERGY RECOVERY INC		ERII					
2820.0000	12/19/2013	12/04/2012	14,951.94	9,533 57	0.00	5,418.37	0 00	0.00
29270J100	ENERGY RECOVERY INC		ERII					
2460.0000	12/20/2013	Various	13,004.07	8,127.42	0.00	4,876.65	0.00	0.00

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PO BOX 5300
BOSTON, MA 02206-5300

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Payer's Federal ID Number:	**20-8007203**
Payer's State ID Number:	
State:	**MA**
Questions?	**(800)392-9244**

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
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C/O JESSICA WOODLAND
125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

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369604103	GENERAL ELECTRIC CO		GE					
2497.0000	04/26/2013	Various	55,107.80	46,421.00	0.00	8,686.80	0.00	0.00
369604103	GENERAL ELECTRIC CO		GE					
313 0000	11/18/2013	Various	8,579.53	5,093 20	0.00	3,486.33	0.00	0.00
42805T105	HERTZ GLOBAL HOLDINGS INC		HTZ					
1968.0000	04/22/2013	08/11/2011	45,985.02	20,962.94	0.00	25,022.08	0.00	0.00
42805T105	HERTZ GLOBAL HOLDINGS INC		HTZ					
2387.0000	06/24/2013	Various	52,963.50	24,531.77	0.00	28,431.73	0 00	0.00
637071101	NATIONAL-OILWELL INC COM		NOV					
706.0000	02/05/2013	10/24/2011	48,474.35	47,894.06	0.00	580.29	0.00	0.00
63888U108	NATURAL GROCERS BY VITAMIN C		NGVC					
1719.0000	12/18/2013	Various	70,005.57	33,962.95	0.00	36,042.62	0.00	0.00
678026105	OIL STATES INTERNATIONAL INC		OIS					
695.0000	02/25/2013	01/31/2011	53,310.30	47,106.55	0 00	6,203.75	0.00	0 00
723787107	PIONEER NATURAL RESOURCES CO		PXD					
552.0000	02/25/2013	05/09/2011	68,363 55	51,908.81	0.00	16,454.74	0.00	0.00
747525103	QUALCOMM		QCOM					
955.0000	06/07/2013	Various	58,877.30	50,918.23	0.00	7,959.07	0.00	0.00

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BOSTON, MA 02206-5300

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125 HIGH SREET
ESSEX INVESTMENT MANAGEMENT CO LLC
BOSTON, MA 02110-2702

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780287108	ROYAL GOLD INC		RGLD					
1071.0000	04/10/2013	Various	69,834.60	78,644.75	0.00	-8,810.15	0.00	0.00
780287108	ROYAL GOLD INC		RGLD					
299.0000	04/11/2013	12/29/2011	18,985.05	19,956.25	0.00	-971.20	0.00	0.00
M9068E105	SODASTREAM INTERNATIONAL LTD		SODA					
312 0000	01/29/2013	05/12/2011	15,968.64	14,191.10	0.00	1,777.54	0.00	0.00
M9068E105	SODASTREAM INTERNATIONAL LTD		SODA					
878.0000	06/19/2013	Various	60,655.22	38,145.55	0.00	22,509.67	0 00	0.00
M9068E105	SODASTREAM INTERNATIONAL LTD		SODA					
1283.0000	10/30/2013	Various	72,797.18	44,569.26	0.00	28,227.92	0.00	0.00
90341W108	US AIRWAYS GROUP INC		LCC					
10120.0000	08/13/2013	Various	171,428.80	56,488.26	0.00	114,940.54	0.00	0.00
949746101	WELLS FARGO CO		WFC					
1881.0000	08/19/2013	Various	79,932.07	52,063.49	0.00	27,868.58	0.00	0.00
Total Long Term Sales Reported on 1099-B			**1,235,346.30**	**811,211.87**	**0.00**	**424,134.43**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

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WMS TAX DEPARTMENT
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2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
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Long Term Sales Reported on 1099-B								
037833100	APPLE COMPUTER INC COM		AAPL					
338.0000	01/23/2013	11/24/2008	162,860.53	30,662 11	0 00	132,198.42	0 00	0.00
313371UC8	FHLB (FED HM LN BKS) 0.875% 12/27/13		FHL0813B					
100000.0000	12/27/2013	02/28/2011	100,000.00	100,000.00	0.00	0.00	0.00	0.00
3137EACL1	FHLMC(FED HM LN MTG) 0.875% 10/28/13		FHL0813					
100000.0000	10/28/2013	02/28/2011	100,000.00	100,000.00	0.00	0.00	0.00	0.00
42805T105	HERTZ GLOBAL HOLDINGS INC		HTZ					
3600.0000	04/22/2013	11/04/2010	84,118.95	43,127.64	0.00	40,991.31	0.00	0.00
580135101	MCDONALDS CORP COM		MCD					
617.0000	04/26/2013	08/03/2010	62,049.18	43,327.59	0.00	18,721.59	0.00	0.00
912828NH9	US TREASURY NOTES 1.125% 6/15/13		UTN1113					
100000.0000	06/15/2013	03/11/2011	100,000.00	100,800.78	0.00	-800.78	0.00	0.00
912828JK7	US TREASURY NOTES 3.125% 8/31/13		UTN3113A					
100000.0000	08/31/2013	08/25/2009	100,000.00	104,187.50	0.00	-4,187.50	0.00	0.00

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912828NN6	US TSY NTS 1% 7/15/13		UTN1013					
100000.0000	07/15/2013	08/03/2010	~~100,000.00~~	~~100,640.63~~	~~0.00~~	~~-640.63~~	0.00	0.00
Total Long Term Sales Reported on 1099-B			**809,028.66**	**622,746.25**	**0.00**	**186,282.41**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box E checked

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Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at** *www.irs.gov/form8868*.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. THE NEW ENGLAND FOUNDATION C/O JOSEPH MCNAY	Employer identification number (EIN) or 22-2757391
	Number, street, and room or suite no. If a P.O. box, see instructions. 125 HIGH STREET, NO. 1803	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110	

Enter the Return code for the return that this application is for (file a separate application for each return) [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JOSEPH MCNAY
125 HIGH STREET - BOSTON, MA 02110
Telephone No. ▶ 617-432-3200 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2013 or
▶ [ ] tax year beginning ______, and ending ______

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 81,944.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 11,944.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 70,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

THE NEW ENGLAND FOUNDATION
12/31/2013
EIN: 22-2757391

CHARITABLE CONTRIBUTIONS

NAME OF CHARITY	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
American Heart Association	None	501(c)(3)	Medical	5,000
Boston Ballet	None	501(c)(3)	General Welfare	25,000
Boston Conservatory	None	501(c)(3)	General Welfare	15,000
Boston Minstrel Company	None	501(c)(3)	Education	4,000
BOSTON SYMPHONY ORCHESTRA	None	501(c)(3)	General Welfare	52,800
Beth Israel Deaconess Medical Center	None	501(c)(3)	Medical	1,000
DANA FARBER CANCER INSTITUTE	None	501(c)(3)	General Welfare	5,000
Dartmouth Skiing	None	501(c)(3)	Education	10,000
Fight for Life	None	501(c)(3)	General Welfare	250
Gilder Lehrman Institute of American History	None	501(c)(3)	Culture	50,500
Isabella Stewart Garnder Museum	None	501(c)(3)	Culture	123,200
MUSEUM OF FINE ARTS	None	501(c)(3)	General Welfare	25,000
New York Historical Society	None	501(c)(3)	General Welfare	35,000
New England Football Club	None	501(c)(3)	General Welfare	1,750
ROXBURY LATIN	None	501(c)(3)	Education	50,000
Ralph Lowell Society	None	501(c)(3)	General Welfare	2,500
SIPPICAN HISTORICAL SOCIETY	None	501(c)(3)	General Welfare	500
TENACITY	None	501(c)(3)	General Welfare	25,000
Turning Point	None	501(c)(3)	General Welfare	25,000
Trustees of the reservations	None	501(c)(3)	General Welfare	700
Windsor School	None	501(c)(3)	General Welfare	12,500
YALE UNIVERSITY	None	501(c)(3)	Education	10,500
YALE UNIVERSITY - SCHOOL OF MANAGEMENT	None	501(c)(3)	Education	25,000
1811 Society	None	501(c)(3)	General Welfare	1,500
SUBTOTAL DONATIONS				**506,700**

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	STATE STREET - SEE STATEMENT A	P	VARIOUS	VARIOUS
b	STATE STREET - SEE STATEMENT A	P	VARIOUS	VARIOUS
c	STATE STREET - SEE STATEMENT A	P	VARIOUS	VARIOUS
d	ESSEX GLOBAK K-1	P	VARIOUS	VARIOUS
e	ALPHA K-1	P	VARIOUS	VARIOUS
f	DISPOSITION OF INTEREST IN ESSEX ALPHA FUND K-1	P	VARIOUS	12/31/13
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,966,201.		5,833,284.	132,917.
b	1,235,346.		811,212.	424,134.
c	809,029.		622,746.	186,283.
d	259,326.			259,326.
e	606,296.			606,296.
f	4,550,868.		5,061,633.	-510,765.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				132,917.
b				424,134.
c				186,283.
d				259,326.
e				606,296.
f				-510,765.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,098,191.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8		3	N/A

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND AND INTEREST INCOME	89,960.	0.	89,960.	89,960.	
TO PART I, LINE 4	89,960.	0.	89,960.	89,960.	

FORM 990-PF	OTHER INCOME	STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	78,096.	78,096.	
TOTAL TO FORM 990-PF, PART I, LINE 11	78,096.	78,096.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESSEX INVESTMENT	47,916.	40,729.		7,187.
TO FORM 990-PF, PG 1, LN 16C	47,916.	40,729.		7,187.

FORM 990-PF	TAXES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,093.	1,093.		0.
TO FORM 990-PF, PG 1, LN 18	1,093.	1,093.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	5,900.	5,900.		0.
EXPENSES: FROM K-1S	94,489.	94,489.		0.
BANK FEES	1,217.	0.		1,217.
MA FILING FEE	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	101,676.	100,389.		1,287.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILLS AND NOTES	X		1,200,449.	1,212,082.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,200,449.	1,212,082.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,200,449.	1,212,082.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	4,530,627.	5,284,774.
GLOBAL LIFE	4,375,853.	5,369,465.
OTHER RECEIVABLES (ALPHA)	400,877.	400,877.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,307,357.	11,055,116.