



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation <b>THE VIRGINIA WELLINGTON CABOT FOUNDATION</b>		<b>A Employer identification number</b> 04-6728351
CO CABOT-WELLINGTON LLC		
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B Telephone number (see instructions)</b>
70 FEDERAL STREET	7TH FL	(617) 451-1744
City or town, state or province, country, and ZIP or foreign postal code		
BOSTON, MA 02110		
<b>G Check all that apply.</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 34,985,227.</b>		
<b>J Accounting method</b> <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b> (Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	33.	33.		ATCH 1
	4 Dividends and interest from securities	207,455.	496,192.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	166,387.			
	b Gross sales price for all assets on line 6a	2,840,730.			
	7 Capital gain net income (from Part IV, line 2)		2,124,442.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	63,828.				
12 Total. Add lines 1 through 11	437,703.	2,620,667.	0.		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 4	3,657.			3,657.
	b Accounting fees (attach schedule) ATCH 5	34,800.			34,800.
	c Other professional fees (attach schedule) [6]	456,645.	93,699.		362,946.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [7]	32,880.	18,073.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	22,623.			22,623.
	21 Travel, conferences, and meetings	12,040.			12,040.
	22 Printing and publications	905.			905.
	23 Other expenses (attach schedule) ATCH 8	5,813.	422,342.		5,813.
	24 Total operating and administrative expenses. Add lines 13 through 23.	569,363.	534,114.		442,784.
	25 Contributions, gifts, grants paid	1,497,922.			1,497,922.
26 Total expenses and disbursements. Add lines 24 and 25	2,067,285.	534,114.	0.	1,940,706.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,629,582.				
b Net investment income (if negative, enter -0-)		2,086,553.			
c Adjusted net income (if negative, enter -0-)			0.		

JSA For Paperwork Reduction Act Notice, see instructions.  
5E1410 1 000

G7V01S 2912 11/3/2016 2:11:40 PM V 15-7F

22410

Form **990-PF** (2015)

9476

SCANNED DEC 01 2016

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .		94,953.	227,593.	227,593.
	2	Savings and temporary cash investments . . . . .		1,303,184.	92,892.	92,892.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable. . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use. . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10a	Investments - U S and state government obligations (attach schedule). .				
	b	Investments - corporate stock (attach schedule) ATCH. 9 . . . .		7,061,233.	7,468,589.	7,468,589.
	c	Investments - corporate bonds (attach schedule). . . . .				
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans. . . . .				
13		Investments - other (attach schedule) . . . . . ATCH. 10 . .		28,846,340.	27,196,153.	27,196,153.
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		37,305,710.	34,985,227.	34,985,227.
17		Accounts payable and accrued expenses . . . . .				
18		Grants payable . . . . .				
19		Deferred revenue. . . . .				
20		Loans from officers, directors, trustees, and other disqualified persons. .				
21	Mortgages and other notes payable (attach schedule) . . . . .					
22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22) . . . . .		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here. <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .		37,305,710.	34,985,227.	
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <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 (see instructions). . . . .		37,305,710.	34,985,227.	
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .		37,305,710.	34,985,227.	

## 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	37,305,710.
2	Enter amount from Part I, line 27a. . . . .	2	-1,629,582.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	35,676,128.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	690,901.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . .	6	34,985,227.

Form **990-PF** (2015)

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<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					
(i) FMV 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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	2,124,442.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			<b>3</b>	0.	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	1,773,924.	35,466,803.	0.050016
2013	1,537,440.	36,246,032.	0.042417
2012	1,465,142.	33,084,672.	0.044285
2011	1,339,304.	31,545,490.	0.042456
2010	1,292,331.	33,740,901.	0.038302
<b>2</b> Total of line 1, column (d)			0.217476
<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			0.043495
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			34,045,604.
<b>5</b> Multiply line 4 by line 3			1,480,814.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			20,866.
<b>7</b> Add lines 5 and 6			1,501,680.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			1,940,706.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	20,866.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	20,866.
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	20,866.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	6a	65,000.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	25,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	90,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	69,134.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input checked="" type="checkbox"/> 69,134. Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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 . . . . .	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 2015 or the taxable year beginning in 2015 (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 (2015)

**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).	Yes	No
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).	Yes	No
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	Yes	No
13		X	

Website address **▶** CAB-WEL.ORG

14 The books are in care of **▶** JOAN WHELTON, EXEC. DIR. Telephone no **▶** 617-451-1744  
 Located at **▶** 70 FEDERAL 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

16	At any time during calendar year 2015, 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?	Yes	No
16			X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **▶**

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

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

1a	During the year did the foundation (either directly or indirectly)	Yes	No
(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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2015 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 2015)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		X

Form 990-PF (2015)

**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 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** X

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		0.	0.	0.

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

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

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

Form 990-PF (2015)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 13		427,028.
<b>Total number of others receiving over \$50,000 for professional services</b> . . . . .		►

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
<b>Total. Add lines 1 through 3</b> . . . . .		►

Form 990-PF (2015)



**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>	33,166,410.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,397,655.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	34,564,065.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	34,564,065.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	518,461.
<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>	34,045,604.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	1,702,280.

**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>	1,702,280.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	20,866.
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	20,866.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	1,681,414.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,681,414.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	1,681,414.

**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>	1,940,706.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<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>	1,940,706.
<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 (see instructions)	<b>5</b>	20,866.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	1,919,840.

**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

Form 990-PF (2015)

Page **9****Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7 . . . . .				1,681,414.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .			773,139.	
b Total for prior years 20 13 , 20 12 , 20 11 . . . . .				
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .				
b From 2011 . . . . .				
c From 2012 . . . . .				
d From 2013 . . . . .				
e From 2014 . . . . .				
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,940,706.				
a Applied to 2014, but not more than line 2a . . . . .			773,139.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2015 distributable amount. . . . .				1,167,567.
e Remaining amount distributed out of corpus. . . . .				
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .				513,847.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	0.			
10 Analysis of line 9				
a Excess from 2011 . . . . .				
b Excess from 2012 . . . . .				
c Excess from 2013 . . . . .				
d Excess from 2014 . . . . .				
e Excess from 2015 . . . . .				

Form **990-PF** (2015)

JSA

5E1480 1 000

G7V01S 2912 11/3/2016 2:11:40 PM V 15-7F

22410

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

NOT APPLICABLE

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 2015, enter the date of the ruling . . . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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))

N/A

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

N/A

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

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

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

ATCH 14

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

REFER TO WEBSITE WWW.CABWEL.COM

c Any submission deadlines.

MARCH 1, OCTOBER 1

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

BY INVITATION ONLY PLEASE SEE WEBSITE FOR DETAILS



Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments .			14	33.		
<b>4</b> Dividends and interest from securities . . . . .			14	207,455.		
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property . . . . .						
<b>b</b> Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property. .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	166,387.		
<b>9</b> Net income or (loss) from special events . . .						
<b>10</b> Gross profit or (loss) from sales of inventory. .						
<b>11</b> Other revenue <b>a</b> TAX REFUND						62,522.
<b>b</b> OTHER INCOME						1,306.
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . .				373,875.		63,828.
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . .						437,703.

(See worksheet in line 13 instructions to verify calculations)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )

This image shows a blank sheet of white paper with horizontal blue or grey ruling lines. A single vertical line runs down the left side, creating a margin. The paper appears to be from a notebook or a standard sheet of stationery. There are no markings, text, or drawings on the page.



## **THE VIRGINIA WELLINGTON CABOT FOUNDATION**

### **The Mission Statement**

“The mission of the Virginia Wellington Cabot Foundation is to benefit mankind through the practice of responsible philanthropy, and to inspire, educate, engage and unify the descendants of Tom and Virginia Cabot in that worthy cause.”

### **Vision Statement**

“While respecting the diversity of the interests and personal philanthropic passions of every member of the family, the Trustees shall give consideration in their decision-making to the viability, quality, and importance of the organizations and causes they support, and to the areas in which the foundation may, from time to time, focus its grant-making.”

### **About The Virginia Wellington Cabot Foundation**

The Virginia Wellington Cabot Foundation is a private family foundation created in 1992 by Tom and Virginia Cabot. It was their wish that this foundation would be the instrument through which their descendants could actively participate in carrying on their tradition of trying to help make this a better world.

The Foundation has established a giving policy guided as much by the degree of personal volunteer commitment as by subject matter. Beneficiaries of the Foundation have been organizations known to and sponsored by the descendants of Tom and Virginia Cabot. The Foundation does not accept unsolicited proposals.

**All grant requests must be sponsored by a family member and are therefore by invitation only.**



**THE VIRGINIA WELLINGTON CABOT FOUNDATION  
GRANTEE'S APPLICATION COVER SHEET**

*To be completed by grantee organization and returned to sponsor*

**Name of Applicant Organization:** \_\_\_\_\_

**Amount Requested:** \_\_\_\_\_ **Date of Submission:** \_\_\_\_\_

**Type of Request:** ☐ General Operating Support ☐ Special Project ☐ Facilities ☐ Endowment

**Contact Person's Name:** \_\_\_\_\_

**Contact Person's Title:** \_\_\_\_\_

**Address:** \_\_\_\_\_  
\_\_\_\_\_

**Phone:** \_\_\_\_\_

**Fax:** \_\_\_\_\_

**E-Mail:** \_\_\_\_\_

**Website Address:** \_\_\_\_\_

**Project Title and Brief Description (no more than twenty-five words, use reverse or  
attach separate sheet if filling out manually):**

\_\_\_\_\_

**Geographic Area to be served (if relevant):** \_\_\_\_\_

**Client Group to be served (if relevant):** \_\_\_\_\_

**Anticipated Project Period:** *From:* \_\_\_\_\_ *To:* \_\_\_\_\_

**Total Project Budget:** \$ \_\_\_\_\_

**Total Amount of Pledges to date for this Project:** \$ \_\_\_\_\_

**Total Organizational or Department Budget:** \$ \_\_\_\_\_

**Total amount of Income:** \$ \_\_\_\_\_

*Note to Sponsor: The applicant organization is responsible for completing this form but Sponsor shares the responsibility for its accuracy and conformity with the body of the application. All pages should be submitted to VWCF by Sponsor.*

Revised: 7/2012

## **THE VIRGINIA WELLINGTON CABOT FOUNDATION GRANTEE APPLICATION FORM**

**To be prepared by grantee, along with Grantee Application Cover Sheet, and submitted to the family sponsor. Sponsor will submit all documents, including the Sponsor's Cover Sheet, to the Foundation office.**

**Name of Organization:** \_\_\_\_\_

**The proposal format is as follows (no more than three pages):**

- A. Describe the organization, including a brief summary of its mission statement.**
- B. Describe the organization's most recent accomplishments and challenges.**
- C. Describe the specific project to be supported, or for operating requests, describe ongoing operations.**
- D. List the project's long and short-term goals and explain how this grant will be used toward these goals and within what time frame.**
- E. Explain how you intend to measure the "success" of this project.**
- F. List other sources of funding if any, identifying actual or proposed funding.**
- G. Explain whether or how this project will proceed if it doesn't get VWCF funding.**
- H. If the organization received funding from VWCF in the previous twelve months, please submit a final report using the Final Report form available on the VWCF website.**

**The Foundation also requires the following attachments:**

- 1. List the qualifications and roles of the staff who will be involved in this project and the involvement of volunteers (if any).**
- 2. List the Board of Directors and Officers and their affiliations.**
- 3. Submit the organization's budget using the AGM common proposal form budget template available on the VWCF website. If available, please submit a budget for the prior year. State costs of administrative and fund raising expenses as a percentage of your total budget.**
- 4. Copy of the organization's most recent audit (if available); if the audit is not available, please include a copy of your 990 tax form.**
- 5. Copy of determination letter from the IRS showing 501©3 tax status. If you do not have your own tax status, please provide that of your fiscal agent.**

Revised: 1/2015

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					179,944.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					70,253.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,760,004.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					18,107.	
311,118.		ABERDEEN EMERGING MKTS FD PROPERTY TYPE: SECURITIES 350,030.				P	06/23/2014 -38,912.	01/30/2015
188,852.		ABERDEEN EMERGING MKTS FD PROPERTY TYPE: SECURITIES 200,530.				P	11/20/2014 -11,678.	01/30/2015
2,456.		COMCAST CORP SPECIAL CL A PROPERTY TYPE: SECURITIES 778.				P	01/03/2008 1,678.	02/03/2015
1,885.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 809.				P	01/03/2008 1,076.	02/03/2015
1,779.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 809.				P	01/03/2008 970.	03/18/2015
2,603.		COMCAST CORP SPECIAL CL A PROPERTY TYPE: SECURITIES 778.				P	01/03/2008 1,825.	04/06/2015
1,082.		WELLS FARGO PROPERTY TYPE: SECURITIES 830.				P	06/28/2013 252.	04/06/2015
10,294.		BROWN-FORMAN CORP CL A PROPERTY TYPE: SECURITIES 4,120.				P	01/07/2008 6,174.	04/28/2015
43,827.		BERKSHIRE HATHAWAY INC CL B PROPERTY TYPE: SECURITIES 28,929.				P	01/03/2008 14,898.	04/28/2015

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,110.		ANHEUSER-BUSCH INBEV ADR PROPERTY TYPE: SECURITIES 2,219.				P	06/26/2013 891.	04/28/2015
3,110.		ANHEUSER-BUSCH INBEV ADR PROPERTY TYPE: SECURITIES 1,493.				P	12/22/2011 1,617.	04/28/2015
6,220.		ANHEUSER-BUSCH INBEV ADR PROPERTY TYPE: SECURITIES 2,984.				P	04/05/2011 3,236.	04/28/2015
7,898.		COMCAST CORP SPECIAL CL A PROPERTY TYPE: SECURITIES 2,333.				P	01/03/2008 5,565.	04/28/2015
2,694.		MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 698.				P	10/14/2010 1,996.	04/28/2015
6,286.		MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 1,607.				P	01/05/2011 4,679.	04/28/2015
4,490.		MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 1,121.				P	12/28/2010 3,369.	04/28/2015
8,981.		MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 2,209.				P	09/24/2010 6,772.	04/28/2015
4,490.		MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 1,069.				P	08/09/2010 3,421.	04/28/2015
6,780.		MARTIN MARIETTA MATERIALS PROPERTY TYPE: SECURITIES 6,265.				P	01/03/2008 515.	04/28/2015
1,540.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 694.				P	01/03/2008 846.	04/28/2015
2,567.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 1,131.				P	03/28/2008 1,436.	04/28/2015

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,850.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 1,645.				P	04/01/2008	04/28/2015
							2,205.	
3,850.		ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 1,582.				P	09/12/2008	04/28/2015
							2,268.	
16,393.		NESTLE SA-SPONS ADR PROPERTY TYPE: SECURITIES 9,695.				P	01/03/2008	04/28/2015
							6,698.	
3,903.		NESTLE SA-SPONS ADR PROPERTY TYPE: SECURITIES 3,400.				P	07/16/2013	04/28/2015
							503.	
1,952.		NESTLE SA-SPONS ADR PROPERTY TYPE: SECURITIES 1,685.				P	09/16/2013	04/28/2015
							267.	
390.		NESTLE SA-SPONS ADR PROPERTY TYPE: SECURITIES 368.				P	12/27/2013	04/28/2015
							22.	
11,127.		PHILIP MORRIS INT'L INC PROPERTY TYPE: SECURITIES 7,115.				P	01/03/2008	04/28/2015
							4,012.	
412.		PHILIP MORRIS INT'L INC PROPERTY TYPE: SECURITIES 451.				P	07/16/2013	04/28/2015
							-39.	
1,377.		SCRIPPS NETWORKS INTERACTIVE PROPERTY TYPE: SECURITIES 799.				P	01/03/2008	04/28/2015
							578.	
223.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 212.				P	04/22/2014	04/28/2015
							11.	
223.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 199.				P	03/25/2014	04/28/2015
							24.	
5,573.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 4,919.				P	12/24/2013	04/28/2015
							654.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,338.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 1,170.				P	01/16/2014	04/28/2015
							168.	
1,783.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 1,558.				P	01/10/2014	04/28/2015
							225.	
3,567.		UNILEVER NV ADR PROPERTY TYPE: SECURITIES 3,103.				P	06/26/2013	04/28/2015
							464.	
8,265.		WELLS FARGO PROPERTY TYPE: SECURITIES 4,300.				P	01/03/2008	04/28/2015
							3,965.	
5,510.		WELLS FARGO PROPERTY TYPE: SECURITIES 2,885.				P	04/26/2011	04/28/2015
							2,625.	
4,408.		WELLS FARGO PROPERTY TYPE: SECURITIES 3,321.				P	06/28/2013	04/28/2015
							1,087.	
4,269.		BRITISH AMERICAN TOBACCO PLC PROPERTY TYPE: SECURITIES 2,107.				P	10/28/2008	04/29/2015
							2,162.	
786.		BRITISH AMERICAN TOBACCO PLC PROPERTY TYPE: SECURITIES 416.				P	05/27/2010	04/29/2015
							370.	
10,092.		COMPAGNIE FINANCIERE RICHEMONT PROPERTY TYPE: SECURITIES 2,457.				P	10/07/2008	04/29/2015
							7,635.	
2,859.		DIAGEO PLC PROPERTY TYPE: SECURITIES 2,141.				P	01/04/2008	04/29/2015
							718.	
19,565.		HEINEKEN HOLDING NV PROPERTY TYPE: SECURITIES 15,288.				P	01/04/2008	04/29/2015
							4,277.	
960.		PERNOD RICARD PROPERTY TYPE: SECURITIES 809.				P	01/04/2008	04/29/2015
							151.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,264.		PERNOD RICARD PROPERTY TYPE: SECURITIES 2,496.				P	02/26/2008	04/29/2015
							768.	
256.		PERNOD RICARD PROPERTY TYPE: SECURITIES 169.				P	07/17/2008	04/29/2015
							87.	
3,200.		PERNOD RICARD PROPERTY TYPE: SECURITIES 2,165.				P	12/06/2010	04/29/2015
							1,035.	
1,920.		PERNOD RICARD PROPERTY TYPE: SECURITIES 1,776.				P	08/26/2013	04/29/2015
							144.	
1,920.		PERNOD RICARD PROPERTY TYPE: SECURITIES 1,816.				P	10/29/2013	04/29/2015
							104.	
1,920.		PERNOD RICARD PROPERTY TYPE: SECURITIES 1,710.				P	12/27/2013	04/29/2015
							210.	
1,920.		PERNOD RICARD PROPERTY TYPE: SECURITIES 1,686.				P	01/16/2014	04/29/2015
							234.	
640.		PERNOD RICARD PROPERTY TYPE: SECURITIES 567.				P	02/12/2014	04/29/2015
							73.	
640.		PERNOD RICARD PROPERTY TYPE: SECURITIES 597.				P	04/22/2014	04/29/2015
							43.	
822.		SABMILLER PLC PROPERTY TYPE: SECURITIES 695.				P	02/12/2014	04/29/2015
							127.	
6,849.		SABMILLER PLC PROPERTY TYPE: SECURITIES 2,762.				P	07/09/2008	04/29/2015
							4,087.	
2,740.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,093.				P	09/15/2008	04/29/2015
							1,647.	



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
1,963.		COMCAST CORP SPECIAL CL A PROPERTY TYPE: SECURITIES 605.				P	01/03/2008	05/14/2015
							1,358.	
1,207.		BROWN-FORMAN CORP CL A PROPERTY TYPE: SECURITIES 375.				P	01/04/2008	08/06/2015
							832.	
3,006.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,093.				P	09/15/2008	10/13/2015
							1,913.	
4,519.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,640.				P	09/15/2008	10/22/2015
							2,879.	
1,556.		COMCAST CORP SPECIAL CL A PROPERTY TYPE: SECURITIES 432.				P	01/03/2008	10/23/2015
							1,124.	
3,018.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,093.				P	09/15/2008	10/23/2015
							1,925.	
1,509.		SABMILLER PLC PROPERTY TYPE: SECURITIES 453.				P	10/07/2008	10/23/2015
							1,056.	
5,997.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,811.				P	10/07/2008	10/27/2015
							4,186.	
4,530.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,358.				P	10/07/2008	10/28/2015
							3,172.	
4,554.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,358.				P	10/07/2008	10/29/2015
							3,196.	
4,544.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,358.				P	10/07/2008	11/05/2015
							3,186.	
3,079.		SABMILLER PLC PROPERTY TYPE: SECURITIES 905.				P	10/07/2008	11/11/2015
							2,174.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,563.		SABMILLER PLC PROPERTY TYPE: SECURITIES 1,219.				P	11/04/2008	11/17/2015
							3,344.	
1,510.		SABMILLER PLC PROPERTY TYPE: SECURITIES 394.				P	10/21/2008	12/02/2015
							1,116.	
3,021.		SABMILLER PLC PROPERTY TYPE: SECURITIES 813.				P	11/04/2008	12/02/2015
							2,208.	
3,018.		SABMILLER PLC PROPERTY TYPE: SECURITIES 788.				P	10/21/2008	12/16/2015
							2,230.	
TOTAL GAIN (LOSS) .....							<u>2,124,442.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON CASH & EQUIVALENTS	33.	33.	
TOTAL	<u>33.</u>	<u>33.</u>	

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDEND & INTEREST INCOME	135,719.	111,222.	
THOMAS CABOT 1994 UNITRUST (HARVARD)	41,866.	41,866.	
VIRGINIA CABOT 1996 UNITRUST (MIT)	29,870.	29,870.	
PASS-THRU FROM INVESTMENT PARTNERSHIPS		313,234.	
TOTAL	<u>207,455.</u>	<u>496,192.</u>	

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
TAX REFUND	62,522.		
OTHER INCOME	1,306.		
TOTALS	<u>63,828.</u>		

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	3,657.			3,657.
TOTALS	<u>3,657.</u>			<u>3,657.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
WOLF & COMPANY	34,800.			34,800.
TOTALS	34,800.			34,800.

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
OFFICE ADMINISTRATION CABOT-WE	345,000.			345,000.
INVESTMENT MANAGEMENT FEES CAB	82,028.	82,028.		
ADMINISTRATIVE FEES	900.			900.
GRANT MANAGEMENT	16,836.			16,836.
GARDNER RUSSO FEE	11,671.	11,671.		210.
OTHER FEES	210.			
TOTALS	<u>456,645.</u>	<u>93,699.</u>		<u>362,946.</u>



ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAX PAID-PASS-THRU				
FOREIGN TAX WITHHELD - BOOK	2,356.	12,297.		
FOREIGN TAX W/H - PERSHING		2,336.		
FOREIGN TAX W/H - FIDELITY		2,368.		
FOREIGN TAX W/H - FIDELITY	30,000.			
FEDERAL EXCISE TAX EXPENSE		139.		
CW REAL ESTATE FUND III JP WH		409.		
STATE INCOME TAX WITHHELD	524.	524.		
MA UBI TAX PAYMENT				
TOTALS	<u>32,880.</u>	<u>18,073.</u>		

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MASS FILING FEE	70.			70.
UTILITIES	586.			586.
MEMBERSHIP DUES	750.			750.
POSTAGE	322.			322.
OTHER EXPENSES	4,085.			4,085.
DEDUCTIONS AGAINST PORTFOLIO INCOME PASSTHROUGH ENTITIES				
OVERLOOK PARTNERS FUND LP		4,101.		
CW VENTURE FUND III, LLC		11,365.		
CW VENTURE FUND IV, LLC		32,502.		
CW REAL ESTATE FUND I LP		9,535.		
CW REAL ESTATE FUND II LP		8,636.		
CW REAL ESTATE FUND III LP		8,864.		
CW REAL ESTATE FUND 2007		83,862.		
CW PRIVATE EQUITY FUND 2011		27,793.		
CW PRIVATE EQUITY FUND 2011		17,978.		
CW REAL ASSETS FUND 2011		11,501.		
JK ASIAN INVESTMENT LP		19,414.		
COMMONFUND CAPITAL EQUITY		122,646.		
ADAGE CAPITAL		799.		
PARK STREET CAPITAL FUND VI		14,596.		
PARK STREET CAPITAL FUND IV		19,140.		
THE SANDERSON INTERNATIONAL		5,487.		
WTC CTG STRATEGIC REAL ASSETS		24,123.		
THE INV EMERGING MARKETS FUND				
TOTALS	5,813.	422,342.		5,813.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON STOCKS & MUTUAL FUNDS	7,061,233.	7,468,589.	7,468,589.
TOTALS	<u>7,061,233.</u>	<u>7,468,589.</u>	<u>7,468,589.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CW VENTURE FUND III, LLC	286,043.	252,274.	252,274.
CW VENTURE FUND IV, LLC	797,792.	581,870.	581,870.
CW REAL ESTATE FUND I, LLC	310,338.	306,121.	306,121.
CW REAL ESTATE FUND II, LLC	304,865.	199,721.	199,721.
CW REAL ESTATE FUND III, LLC	326,183.	287,616.	287,616.
CW REAL ASSET FUND 2011, LLC	667,841.	820,093.	820,093.
CW PRIVATE EQUITY FUND 2007	2,981,726.	2,963,291.	2,963,291.
CW PRIVATE EQUITY FUND 2011	534,304.	763,741.	763,741.
CW HEDGE 1 FEEDER LTD	1,649,994.	1,594,384.	1,594,384.
CW HEDGE 2 FEEDER LTD	3,914,466.	3,647,226.	3,647,226.
ADAGE CAPITAL PARTNERS, LP	6,876,616.	5,492,167.	5,492,167.
AEW VIF REIT, INC	75,324.	52,985.	52,985.
ARCHIPELAGO HOLDINGS, LTD.	1,884,255.	1,983,785.	1,983,785.
ASIAN SELECT EQUITY INVESTMENT	660,047.	657,102.	657,102.
CAMCAP RESOURCES OFFSHORE FUND	6,879.	876.	876.
EMERGING MARKETS INVESTABLE FD	2,165,173.	1,939,600.	1,939,600.
COMMONFUND CAP PRI EQU PTR VII	835,639.	855,805.	855,805.
KABOUTER INT'L OFFSHORE FD II	1,000,000.	1,087,052.	1,087,052.
OVERLOOK PARTNERS FUND, L.P.		504,529.	504,529.
PARK STREET CAP NAT RES IV, LP	236,693.	207,169.	207,169.
PARK STREET CAP NAT RES VI, LP		82,923.	82,923.
SANDERSON INTERNATIONAL VALUE	1,885,165.	1,776,513.	1,776,513.
WCTF STRATEGIC REAL ASSET	1,446,997.	1,139,310.	1,139,310.
<b>TOTALS</b>	<u>28,846,340.</u>	<u>27,196,153.</u>	<u>27,196,153.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

NET CHANGE IN UNREALIZED GAINS/(LOSSES)

690,901.

TOTAL

690,901.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
HELEN C. MCCARTHY 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	CHAIRPERSON 1.00	0.	0.	0.	0.
MARIEL CABOT 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.	0.
ALYSSA S. GIORDANO 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	ASSISTANT TREASURER 1.00	0.	0.	0.	0.
JOAN M. WHELTON 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	ASSISTANT SECRETARY 1.00	0.	0.	0.	0.
JAMES W. CABOT 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TREASURER 1.00	0.	0.	0.	0.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
BRYAN MC CARTHY 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.	0.
SHERGUL ARSHAD 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.	0.
LAURA CABOT CARRIGAN 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	SECRETARY 1.00	0.	0.	0.	0.
BETSY CABOT 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.	0.
PAUL MYERS 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.	0.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HEATHER CABOT 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
BRENDAN FITZGERALD 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
JEREMY BLACK 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
SUZANNE CABOT 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
SANDOR BLACK 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

ATTACHMENT 12



990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
CABOT-WELLINGTON, LLC 70 FEDERAL STREET BOSTON, MA 02110	ADMINISTRATIVE	345,000.
CABOT-WELLINGTON, LLC 70 FEDERAL STREET BOSTON, MA 02110	INVESTMENT SERVICES	82,028.
	TOTAL COMPENSATION	<u>427,028.</u>

ATTACHMENT 14

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

JOAN WHELTON CABOT-WELLINGTON  
70 FEDERAL STREET  
BOSTON, MA 02110  
617-451-1744

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 15

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE SCHEDULE ATTACHED  
ON FILE - AVAILABLE UPON REQUEST  
BOSTON, MA 02110

EXEMPT PURPOSE

1,497,922

TOTAL CONTRIBUTIONS PAID

1,497,922

GTV01S 2912 11/3/2016

2 11 40 PM

V 15-7F

22410

ATTACHMENT 15

**The Virginia Wellington Cabot Foundation**  
**Grants Made for the year ended 12/31/2015**

<b>Charity</b>	<b>Amount</b>
Cantemus	500
Doctors Without Borders	500
Friends of Friends Medical	500
Gifford Medical Center - The Last Mile	500
Jennifers Gift of Hope	500
Maine Coast Heritage Trust	500
Maine Island Trail Association	500
NAMLO International	500
Northwest Language Academy	500
Northwest Language Academy	500
Oxfam America	500
Porter Medical Center	500
Shelburne Rescue	500
Technoserve	500
WNYC Radio	500
Boys and Girls Club of Greenw	750
American Near East Refugee Aid	1,000
Lahey Clinic Foundation Inc	1,000
Lahey Clinic Foundation Inc	1,000
The Nature Conservancy	1,202
Island Shakespeare Festival	1,500
Pingree School	1,500
REACH Prep	1,500
UVM Foundation	1,500
Waldorf School at Moraine	1,500
Brookwood School	1,750
Greenwich Academy	1,750
Hurricane Island Foundation	1,997
Brunswick School	2,000
Camp Dreamcatcher	2,500
South Whidbey School	2,500
Hurricane Island Foundation	2,933
Bard College Clemente Course in the Humanities	5,000
Brackett Foundation	5,000
Cape Cod Academy	5,000
Cape Cod Lighthouse	5,000
Circle of Health International in support of Nepal Earthquake Disaster relief	5,000
Conservatory Lab Charter	5,000
Farnsworth Art Museum	5,000
Friends of Colombian Orphans	5,000
Hurricane Island Outward Bound	5,000
Plummer Home for Boys	5,000
St Michael's College	5,000

**The Virginia Wellington Cabot Foundation**  
**Grants Made for the year ended 12/31/2015**

<b>Charity</b>	<b>Amount</b>
Supportive Living, Inc	5,000
Chester County Food Bank	7,500
PYE Global	8,000
EcoViva	8,500
Durango Early Learning Center	8,900
Chewonki Foundation	10,000
Durango Early Learning Center	10,000
Farnsworth Art Museum	10,000
Farnsworth Art Museum	10,000
Gasol Foundation	10,000
Greenwich Academy	10,000
Gulfstream Goodwill Industries	10,000
Harvard University/Art Museums	10,000
Medicine Horse Center	10,000
National Film Preserve	10,000
New Canaan Country School	10,000
Northwest Dance Project	10,000
Pingree School	10,000
Powers Music School	10,000
Public Employees for	10,000
reTREEt America	10,000
Ringling College of Art & Desi	10,000
Sahar Education	10,000
Shelburne Rescue	10,000
Sitka Sound Science Center	10,000
SkyTruth	10,000
Society of the Muse of	10,000
Tapestry of Community Offering	10,000
The Land Conservancy	10,000
The Nature Conservancy	10,000
The Raymond F Kravis Center f	10,000
The Technology Foundation	10,000
Tides Foundation	10,000
University of Notre Dame	10,000
University of Notre Dame	10,000
Whidbey Island Nourishes	10,000
Island Readers & Writers	15,000
Jackson Memorial Library	15,000
Sea Education Association	15,000
Vermont Law School	15,000
Vibe of Portland	17,640
Anna Jaques Community Health	19,000
Amigos Bravos	20,000

**The Virginia Wellington Cabot Foundation  
Grants Made for the year ended 12/31/2015**

<b>Charity</b>	<b>Amount</b>
Global Fund For Women	20,000
Local Motion	20,000
Loyola University The Flannery O'Connor Documentary Project	20,000
Camp Dreamcatcher	25,000
Coastal Studies for Girls	25,000
Gateway Crafts, VinFen Corp	25,000
Gratitude House, Inc	25,000
PYE Global	25,000
REACH Prep	25,000
reTREEt America	25,000
The Food Project North Shore	25,000
The Land Conservancy	25,000
The Telling Room	25,000
Tides Foundation in support of Namlo Europa	25,000
University of Notre Dame	25,000
Alliance for a Just Society	25,000
Careyes Foundation	30,000
The Nature Conservancy	30,000
ReSOURCE	33,000
Rising Tide Capital	35,000
The Nature Conservancy	35,000
American Academy of Arts	40,000
Camp Ondessonk	45,000
American Friends of ZanaAfrica	50,000
Boston Lyric Opera challenge grant	50,000
Family Nurturing Center of challenge grant	50,000
Hurricane Island Foundation	50,000
Tides Foundation future challenge and Imbali grant	110,000
	<u>1,497,922</u>

FEDERAL CAPITAL GAIN DIVIDENDSATTACHMENT 1

## 15% RATE CAPITAL GAIN DIVIDENDS

ABERDEEM EMERGING MARKETS FD INSTL CL  
MATTHEWS PACIFIC TIGER FUND INSTL  
VANGUARD INTERMDIATE TERM TREASURY

5,088.  
45,220.  
19,945.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

---

70,253.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

---

70,253.