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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation THE THOMAS & SARAH MAC MAHON FAMILY CHARITABLE FOUNDATION TRUST

A Employer identification number 05-6141146

Number and street (or P O box number if mail is not delivered to street address) FOUNDATION SOURCE 501 SILVERSIDE RD

Room/suite 123

B Telephone number (see instructions) (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377

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 [X] 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)* ▶ $ 6,873,652.

J Accounting method [X] 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) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	495,495.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	146.	146.		
	4 Dividends and interest from securities	167,209.	167,209.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	153,011.			
	b Gross sales price for all assets on line 6a 3,128,582.				
	7 Capital gain net income (from Part IV, line 2)		358,893.		
	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 1	852.	808.		
	12 **Total.** Add lines 1 through 11	816,713.	527,056.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [2]	57,453.	57,453.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	6,205.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	34,985.	1,195.		33,774.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	98,643.	58,648.		33,774.
	25 Contributions, gifts, grants paid	623,000.			623,000.
	26 Total expenses and disbursements Add lines 24 and 25	721,643.	58,648.		656,774.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	95,070.			
	b **Net investment income** (if negative, enter -0-)		468,408.		
	c **Adjusted net income** (if negative, enter -0-)				

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Form **990-PF** (2015)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	267,640.	283,212.	283,212.
	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)[5]	562,024.	554,234.	549,046.
	b Investments - corporate stock (attach schedule) ATCH 6	5,473,410.	5,472,165.	5,692,758.
	c Investments - corporate bonds (attach schedule) ATCH 7	305,624.	314,139.	283,957.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 8		80,018.	64,679.
	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)	6,608,698.	6,703,768.	6,873,652.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	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	6,608,698.	6,703,768.	
	30 **Total net assets or fund balances** (see instructions)	6,608,698.	6,703,768.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	6,608,698.	6,703,768.	

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	6,608,698.
2	Enter amount from Part I, line 27a	2	95,070.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,703,768.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,703,768.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 358,893.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . **3** 0.

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	668,503.	7,215,154.	0.092653
2013	552,588.	6,267,730.	0.088164
2012	684,032.	5,730,336.	0.119370
2011	840,250.	5,124,880.	0.163955
2010	776,626.	4,200,623.	0.184884

2	**Total** of line 1, column (d)	2	0.649026
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.129805
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,978,579.
5	Multiply line 4 by line 3	5	905,854.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,684.
7	Add lines 5 and 6	7	910,538.
8	Enter qualifying distributions from Part XII, line 4	8	656,774.

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	9,368.
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	9,368.
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	9,368.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 4,700.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 4,668.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	9,368.
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	
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
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) ▶ NJ,			
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 2015 or the taxable year beginning in 2015 (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

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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 ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754
Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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?	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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*	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 2015?	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 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? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		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 ▶

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (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 10		57,453.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	6,755,162.
b	Average of monthly cash balances	1b	329,690.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,084,852.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,084,852.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	106,273.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,978,579.
6	**Minimum investment return.** Enter 5% of line 5	6	348,929.

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	348,929.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	9,368.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	9,368.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	339,561.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	339,561.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	339,561.

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	656,774.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	656,774.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	656,774.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				339,561.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010 581,683.				
b From 2011 600,177.				
c From 2012 402,896.				
d From 2013 251,597.				
e From 2014 321,650.				
f **Total** of lines 3a through e	2,158,003.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 656,774.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				339,561.
e Remaining amount distributed out of corpus	317,213.			
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	2,475,216.			
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				
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)	581,683.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	1,893,533.			
10 Analysis of line 9				
a Excess from 2011 600,177.				
b Excess from 2012 402,896.				
c Excess from 2013 251,597.				
d Excess from 2014 321,650.				
e Excess from 2015 317,213.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

ATTACHMENT 11

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 ▶ [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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . ▶ **3a**				623,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	146.	
4 Dividends and interest from securities			14	167,209.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				153,011.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a K-1 INC/LOSS	525990	44.	14	808.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		44.		321,174.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 321,218.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ [signature] 8/2/16 ▶ PRESIDENT

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	JEFFREY D HASKELL	JEFFREY D HASKELL	07/29/2016		P01345770
	Firm's name ▶ FOUNDATION SOURCE			Firm's EIN ▶ 510398347	
	Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042			Phone no 8008391754	

JSA
5E1493 1 000

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

2015

Name of the organization	**Employer identification number**
THE THOMAS & SARAH MAC MAHON FAMILY CHARITABLE FOUNDATION TRUST	05-6141146

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, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling $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 THE THOMAS & SARAH MAC MAHON FAMILY CHARITABLE FOUNDATION TRUST

Employer identification number 05-6141146

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	MAC MAHON, THOMAS P. LABCORP PO BOX 500 RARITAN, NJ 08869	$ 495,495.	Person [ ] Payroll [ ] Noncash [X] (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 THE THOMAS & SARAH MAC MAHON FAMILY CHARITABLE FOUNDATION TRUST

Employer identification number 05-6141146

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
1	SMITH A O CORP DEL COM AOS, 1173 SH.	$ 90,333.	11/05/2015
1	APPLE INC AAPL, 1863 SH.	$ 226,233.	11/05/2015
1	EPAM SYSTEMS INC EPAM, 1140 SH.	$ 81,105.	11/05/2015
1	FACEBOOK INC FB, 895 SH.	$ 97,824.	11/05/2015
		$	
		$	

Name of organization THE THOMAS & SARAH MAC MAHON FAMILY CHARITABLE FOUNDATION TRUST

Employer identification number 05-6141146

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** 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 See instructions) ▶ $ ____________
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

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities				$ 3,128,582	$ 2,977,857	$ 150,725
Passthrough K-1 Capital Gain/(Loss) - non UBI					$ 1,986	$ 1,986
Total included in Part IV				$ 3,128,582	$ 2,979,843	$ 152,711
Passthrough K-1 Capital Gain/(Loss) - UBI						$ 300
Part I, Line 6a Total						$ 153,011

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS THE BLACKSTONE GROUP LP	852.	808.
TOTALS	852.	808.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	57,453.	57,453.
TOTALS	57,453.	57,453.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
990-PF ESTIMATED TAX FOR 2015	4,700.
990-PF EXCISE TAX FOR 2014	1,505.
TOTALS	6,205.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	33,774.		33,774.
BANK CHARGES	1,095.	1,095.	
K-1 EXP THE BLACKSTONE GROUP	116.	100.	
TOTALS	34,985.	1,195.	33,774.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL NATIONAL MORTGAGE ASSO	70,430.	69,926.
FHLM CORP - 1.000% - 06/29/201	80,450.	79,991.
FHMC - 1.750% - 05/30/2019	78,714.	78,566.
US T NOTE - 0.875% - 04/30/201	80,150.	79,966.
US T NOTE - 1.750% - 05/15/202	31,220.	30,487.
US T NOTE - 1.875% - 09/30/201	50,242.	49,691.
US T NOTE - 3.625% - 02/15/202	52,782.	49,615.
US T NTS - 1.250% - 01/31/2019	70,501.	69,765.
US T NTS - 2.500% - 08/15/2023	39,745.	41,039.
US OBLIGATIONS TOTAL	554,234.	549,046.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AAC TEC HOLDINGS ADR	1,318.	1,365.
ABBOTT LABS	42,302.	47,605.
ABERDEEN ASSET MANAGEMENT PLC	10,002.	6,039.
ACUITY BRANDS INC	18,091.	31,329.
AFFILIATED MANAGERS GROUP	24,999.	20,609.
AIRGAS INC	15,442.	19,503.
AKBANK TURK ANONIM SIRKETI ADR	2,078.	1,419.
ALERIAN MLP ETF	52,836.	39,849.
ALLIANZ SE ADR	11,258.	12,140.
ALPHABET INC CL A	65,846.	92,583.
AMADEUS IT HLDS SA	6,077.	7,997.
AMAZON COM	35,026.	35,146.
AMBEV SA	3,277.	2,150.
AMCOR LTD	13,139.	13,202.
AMERICA MOVIL SA	1,246.	984.
AMERICAN CAMPUS COMMUNITIES	4,226.	4,754.
AMERICAN EXPRESS CO	52,109.	45,625.
AMERICAN HOMES 4 RENT	2,609.	2,649.
AMERICAN TOWER REIT INC	8,532.	9,404.
AMGEN INC	55,762.	69,153.
ANSYS INC	40,127.	46,250.
APPLE INC	87,463.	107,997.
APTAR GROUP INC	20,440.	22,376.
ARTISAN PARTNERS ASSET MANAGEM	14,705.	9,989.
AVAGO TECHNOLOGIES LIMITED	6,430.	12,918.
AVALONBAY CMNTYS INC	13,161.	16,756.
BAIDU.COM - ADR	9,813.	11,342.
BANCO DO BRASIL S A SPONSORED	3,760.	1,402.
BANCO MACRO BANSUD	768.	2,383.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BB SEGURIDADE	2,304.	1,224.
BIDVEST GROUP LTD	1,295.	1,146.
BIO RAD LABS INC CL A	22,768.	25,652.
BIO TECHNE CORPORATION	13,427.	11,340.
BLACKBAUD INC	18,741.	30;493.
BLACKROCK INC	47,205.	68,785.
BOSTON PPTYS INC	7,841.	8,673.
BRAMBLES LTD UNSP AD	5,034.	5,141.
BRANDYWINE RLTY TR	1,438.	1,489.
BRASIL FOODS S.A	6,661.	4,533.
BRITISH AMERICAN TOBACCO PLC	14,582.	14,359.
BRITISH SKY ADS	19,444.	22,070.
BRIXMOR PPTY GROUP INC COM	6,669.	6,971.
BROADRIDGE FINANCIAL	16,156.	16,549.
BROOKDALE SENIOR LVG	2,998.	2,474.
BUNZL PLC SPONSORED ADR	5,809.	5,779.
CALRSBERG AS SP ADR REP B	13,012.	11,737.
CAMDEN PPTY TR	1,975.	1,996.
CANADIAN NATL RAILWAY CO	7,093.	7,432.
CAPITAL ONE FINANCIAL CORP	54,927.	49,732.
CARE CAPITAL PROPERTIES INC	3,525.	3,240.
CARLISLE COS INC	28,926.	29,268.
CBS CORP CL B	52,514.	42,323.
CDW CORP	16,096.	18,456.
CENOVUS ENERGY INC	7,098.	4,531.
CGI GROUP INC CL A SUB VTG SHS	12,443.	15,011.
CHEVRON CORP	61,861.	48,758.
CHINA CONSTRUCT UNSPON ADR	4,790.	4,410.
CHINA MOBILE HGK LTD	3,050.	3,211.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CHINA SHENHUA ADR	1,818.	1,015.
CHURCH & DWIGHT	14,646.	16,806.
CIELO SA ADR	9,937.	6,831.
CK HUTCHISON HLDGS	18,795.	14,838.
CLARCOR INC	24,116.	19,425.
CLICKS GROUP LIMITED	1,609.	1,706.
CNOOC LTD ADS	2,649.	1,670.
COCA-COLA AMATIL LTD ADR	4,595.	2,869.
COLUMBIA SPORTSWEAR CO	10,412.	11,556.
COMCAST CORP	48,336.	44,749.
COMML INTL BK S/ADR	991.	1,572.
COMPAGNIE FINANCIERE RICHEMONT	7,085.	6,757.
COMPANHIA ENERG DE ADR	1,951.	491.
COMPASS GROUP PLC ADR	10,570.	11,030.
COPART INC	14,119.	14,786.
COUSINS PPTYS INC	4,770.	3,819.
CROWN CASTLE INTL	35,993.	59,132.
CULLEN FROST BANKERS INC	17,759.	14,340.
DELPHI AUTOMOTIVE PLC	49,891.	51,438.
DENSO CORP ADR	4,457.	4,782.
DENTSPLY INTERNATIONAL INC	32,005.	40,100.
DEUTSCHE BOERSE ADR	9,935.	11,699.
DEUTSCHE POST AG	7,375.	6,778.
DIAMONDROCK HOSP CO	3,907.	2,905.
DONALDSON CO. INC	17,759.	13,384.
DRIL QUIP INC	8,220.	5,627.
EMPIRE STATE REALTY TRUST	3,974.	4,084.
EOG RESOURCES INC	53,002.	39,926.
EQUIFAX INC	22,686.	31,852.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EQUINIX, INC	5,438.	6,048.
EQUITY LIFESTYLE PRP	1,578.	1,667.
ERICSSON L M TEL CO	13,347.	11,205.
ESSEX PRTY TR INC	1,435.	2,394.
ESTEE LAUDER COMPANIES INC	38,744.	51,515.
EXTRA SPACE STORAGE	6,585.	7,674.
FACEBOOK INC	42,295.	51,807.
FACTSET RESH SYST INC	16,883.	21,784.
FAIR ISSAC & CO INC	24,760.	32,586.
FANUC LIMITED UNSPONSORED	5,096.	5,243.
FEDERAL RLTY INVT TR	5,023.	5,260.
FIRST INDUSTRIAL REALTY TRUST	2,799.	2,921.
FLIR SYSTEMS INC	17,797.	14,737.
FOMENTO ECONOMICO MEXICANO	4,859.	4,895.
FOREST CITY ENTERPRISES CL A	15,932.	17,369.
GARTNER INC	14,554.	17,596.
GENERAL GROWTH PPTYS INC	5,612.	5,551.
GENTEX CORPORATION	21,024.	22,062.
GETINGE AB UNSP ADR	9,836.	10,631.
GILEAD SCIENCES INC	43,567.	42,297.
GOLDMAN SACHS GROUP	45,865.	44,697.
GRACO INC	17,187.	16,576.
GREAT WALL MOTOR	8,014.	6,693.
GRUPO TELEVISA	10,977.	10,530.
HEALTH CARE PPTY INVS INC	10,565.	10,745.
HEALTHCARE REALTY TRUST	5,161.	5,976.
HEALTHCARE TRUST OF AMERICA IN	3,533.	3,695.
HENRY JACK & ASSOC INC	19,873.	25,291.
HENRY SCHEIN INC	23,018.	28,949.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HILTON HOTELS CORP	5,598.	4,687.
HONEYWELL INTL	61,568.	94,663.
HUDSON PACIFIC PROPERTIES INC	3,808.	4,221.
HUNT J B	25,831.	24,135.
IDEX CP	28,571.	28,039.
IDEXX CORP	22,501.	23,845.
IMPERIAL HOLDINGS LTD AD	2,381.	892.
INDUSTRIAL & COM UNSP/ADR	5,994.	5,621.
INFRAREIT INC	2,086.	1,499.
INGERSOL-RAND PLC	57,112.	45,614.
JAPAN TOB INC	8,902.	10,718.
JONES LANG LASALLE	9,708.	10,711.
JP MORGAN CHASE	75,884.	101,950.
JP MORGAN STRATEGIC INCOME OPP	633,789.	589,428.
JULIUS BAER GROUP LTD	6,622.	8,061.
KASIKORNBANK PUB CO LTD ADR CM	13,305.	8,774.
KILROY REALTY CP	2,779.	2,531.
KIMBERLY CLARK	2,398.	1,969.
KINGFISHER PLC	10,424.	9,535.
KIRBY CORPORATION	26,891.	15,576.
KOC HOLDINGS AS UNSP/ADR	2,171.	1,865.
KOMATSU LTD	8,357.	6,156.
KOOKMIN BANK	2,630.	2,313.
LANDSTAR SYSTEM	15,524.	13,314.
LASALLE HOTEL PROP	1,863.	1,384.
LINKEDIN CORPORATION	50,533.	43,440.
LLOYDS TSB GROUP PLC	9,226.	8,328.
LOCALIZA RENT A CAR SA	3,636.	1,532.
MANHATTAN ASSOCIATES INC	13,691.	20,777.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MARKEL CORP	40,587.	53,001.
MASTERCARD INC	43,923.	54,132.
MATTHEWS ASIA PACIFIC EQUITY I	312,072.	296,696.
METTLER-TOLEDO INTL	10,149.	13,904.
MID AMER APT COMMUN	3,879.	4,904.
MOBILE TELSYS OJSC	3,588.	1,057.
MONSANTO CO	51,502.	48,176.
MORNINGSTAR, INC	26,633.	29,510.
MS INSTITUTIONAL FD INC.,INTL	469,911.	478,530.
NEDBANK GROUP LTD S/ADR	1,816.	1,152.
NETEASE.COM INC COM STK	1,946.	5,075.
NEXTERA ENERGY, INC	43,615.	49,659.
NOVARTIS AG ADR	6,072.	6,367.
NOVO NORDISK A S	4,518.	6,156.
OAO GAZPROM	2,966.	1,321.
OCEANERING INTL INC	13,011.	7,391.
ORACLE CORP	48,095.	52,347.
PEPSICO INC	39,351.	50,859.
PFIZER INC	60,988.	57,297.
PHILIPPINE LONG DISTANCE ADR	2,474.	1,753.
PIA BBB BOND FUND MANAGED ACCO	114,742.	97,932.
PIA MBS BOND FUND MANAGED ACCO	31,012.	29,799.
PJSC LUKOIL SP/ADR	3,134.	2,014.
PRADA SPA ADR	6,875.	2,866.
PRETORIA PORTLAND ADR	1,448.	564.
PROLOGIS	52,076.	56,483.
PROSIEBENSAT.1 MEDIA	6,926.	8,129.
PRUDENTIAL FINCL INC	81,013.	75,467.
PT ASTRA INTL ADR	3,419.	2,192.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PT BK MANDIR PRS UNSP/ADR	8,327.	7,586.
PT SEMEN GRESIK PERSERO	2,800.	1,980.
PT TELEKOM. IND. TBK ADR	2,664.	3,241.
PUBLIC STORAGE INC	5,208.	6,936.
PUBLICIS GROUPE S.A	13,117.	12,598.
QTS REALTY TRUST	2,013.	2,120.
REALTY INCOME CORP	3,747.	4,543.
RELX PLC	14,878.	17,277.
RETAIL OPPORTUNITY INVESTMENTS	3,205.	3,920.
REXFORD INDUSTRIAL REALTY INC	1,981.	2,192.
RLJ LODGING TRUST	918.	671.
ROCHE HOLDING LTD ADR	14,860.	14,512.
ROYAL DUTCH SHEL PLC SPONS ADR	14,406.	9,392.
RPM INTERNATIONAL INC	15,478.	13,615.
SALLY BEAUTY HLDG	34,717.	36,703.
SANLAM LTD SPONSORED ADR	1,283.	1,084.
SAP AKTIENGESELL ADS	12,779.	13,052.
SBERBANK SPONSORED ADR	3,810.	2,449.
SCHLUMBERGER LTD	44,657.	42,966.
SCHNEIDER ELEC UNSP/ADR	15,634.	11,515.
SEI INVESTMENTS	25,991.	36,156.
SELECT SECTOR SPDR-HEALTH CARE	68,552.	79,521.
SERVICEMASTER GLOBAL HOLDINGS	13,806.	14,401.
SHINHAN FINL GROUP CO LTD	2,705.	2,318.
SHOPRITE HOLDINGS LTD	1,548.	936.
SIMON PPTY GROUP INC	13,792.	19,250.
SMITH & NEPHEW PLC ADR	10,566.	11,036.
STANDARD BANK GROUP SPON ADR	1,798.	1,131.
STARWOOD HOTELS & RESORTS	50,160.	46,210.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SUNCOR ENERGY INC	13,276.	9,417.
SUNSTONE HOTEL INVESTORS, INC	2,034.	1,761.
SWATCH GROUP AG	6,749.	5,438.
SYNGENTA AG ADS	10,174.	10,943.
TAIWAN SEMICONDUCTOR MFG CO LT	14,755.	17,336.
TELEFLEX INC	19,641.	22,347.
TERRENO RLTY CORPCOM	186.	204.
TEVA PHARMACEUTICAL INDUSTRIES	16,914.	21,727.
THERMO FISHER SCIENTIFIC INC	54,947.	99,437.
TOYOTA MTR CORP	8,269.	8,490.
TURKCELL ILETISIM HIZMETLERI A	2,200.	1,392.
UBS AG	11,119.	11,138.
UMPQUA HOLDINGS CORPORATION	19,534.	17,999.
UNILEVER N V N Y	7,357.	8,058.
UNION PACIFIC	69,947.	65,453.
UNITED OVRSEAS BK LTD ADR	11,025.	8,651.
UNITED TRACTORS UNSPON ADR	1,260.	1,118.
USD CYRUSONE INC	3,916.	4,194.
VALE SA PREFERENCE A ADR	1,623.	309.
VARIAN MEDICAL SYSTEMS INC	14,658.	13,898.
VISA INC	37,192.	87,244.
VODACOM GROUP LIMITE	1,214.	1,058.
VORNADO RLTY TR	6,811.	6,897.
WASH REAL EST INV TR MARYLAND	3,120.	3,139.
WEICHAI POWER CO LTD	1,868.	1,105.
WEINGARTEN REALTY INVESTORS SB	5,292.	5,464.
WELLS FARGO & CO	32,018.	49,087.
WESTAMERICA BANCORPORATION	11,480.	11,127.
WEX, INC	14,940.	13,525.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WEYERHAEUSER CO	7,127.	7,435.
WH GROUP LIMITED	14,497.	12,443.
WILLIAMS COS	42,320.	30,660.
WOOLWORTHS HOLDINGS LTD	1,510.	1,651.
WPP GROUP PLC	14,113.	16,408.
WYNN MACAU	1,987.	739.
YAHOO JAPAN CORP	11,283.	12,320.
YPF SOCIEDAD ANONIMA	1,642.	1,462.
TOTALS	5,472,165.	5,692,758.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AT&T INC GLBL NT - 3.000% - 02	31,046.	30,522.
COMCAST CORP NOTES - 5.150% -	30,659.	30,168.
CONTINENTAL RES INC - 4.500% -	33,051.	23,709.
FREEPORT-MCMORAN COPPER & GOLD	33,995.	22,400.
GENERAL ELEC CAP CORP MTN BEFR	30,435.	29,684.
GOLDMAN SACHS GROUP INC NTS -	32,034.	29,316.
JPMORGAN CHASE & CO - 1.625% -	30,006.	30,771.
MONSANTO CO - 3.375% - 07/15/2	30,092.	28,602.
WACHOVIA CORP GLOBAL MTN - 5.7	32,732.	29,162.
ZIMMER - 2.700% - 04/01/2020	30,089.	29,623.
TOTALS	314,139.	283,957.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
THE BLACKSTONE GROUP LP	80,018.	64,679.
TOTALS	80,018.	64,679.

THE THOMAS & SARAH MAC MAHON FAMILY 05-6141146

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)	
		PUBLICLY-TRADED SECURITIES						
3,128,582.		2,771,675.					356,907.	
		PASSTHROUGH K1 CAPITAL GAIN						
							1,986.	
TOTAL GAIN(LOSS)							358,893.	

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KELLY MAC MAHON EWING FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
LAUREN COLLEEN HAND FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
SARAH MAC MAHON FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
THOMAS P MAC MAHON FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 10

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MORGAN STANLEY 522 FIFTH AVENUE NEW YORK, NY 10036	INVESTMENT MGT	57,453.
	TOTAL COMPENSATION	57,453.

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

SARAH MAC MAHON
THOMAS P MAC MAHON

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY INC P.O. BOX 22718 OKLAHOMA CITY, OK 73123	N/A PC	2015 MAKING STRIDES WALK PROGRAM	1,000
DELAWARE VALLEY UNIVERSITY 700 E BUTLER AVE DOYLESTOWN, PA 18901	N/A PC	GENERAL & UNRESTRICTED	2,000
ELON UNIVERSITY 2600 CAMPUS BOX ELON, NC 27244	N/A PC	GENERAL & UNRESTRICTED	50,000
FIRST PRESBYTERIAN CHURCH 14 HANOVER RD EAST HANOVER, NJ 07936	N/A PC	GENERAL & UNRESTRICTED	2,000
HEARTWORKS INC 37 OLD ARMY RD BERNARDSVILLE, NJ 07924	N/A PC	GENERAL & UNRESTRICTED	1,500.
INTERFAITH FOOD PANTRY INC 2 EXECUTIVE DR MORRIS PLAINS, NJ 07950	N/A PC	GENERAL & UNRESTRICTED	1,500.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
IZAAK WALTON LEAGUE OF AMERICA INC PO BOX 155 LAVALLETTE, NJ 08735	N/A PC	SAVE BARNEGAT BAY FUND	500
JDRF INTERNATIONAL 26 BROADWAY, 14TH FL NEW YORK, NY 10004	N/A PC	RIDE TO CURE DIABETES CAMPAIGN	1,000.
JOSLIN DIABETES CENTER INC 1 JOSLIN PL BOSTON, MA 02215	N/A PC	GENERAL & UNRESTRICTED	500.
MAYO CLINIC 4500 SAN PABLO RD S JACKSONVILLE, FL 32224	N/A PC	GENERAL & UNRESTRICTED	1,000
MONMOUTH UNIVERSITY 400 CEDAR AVE W LONG BRANCH, NJ 07764	N/A PC	GENERAL & UNRESTRICTED	1,000.
SAINT PETERS UNIVERSITY 2641 KENNEDY BLVD JERSEY CITY, NJ 07306	N/A PC	GENERAL & UNRESTRICTED	428,500.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SETON HALL PREPARATORY SCHOOL 170 NORTHFIELD AVE WEST ORANGE, NJ 07052	N/A PC	GENERAL & UNRESTRICTED	105,000
ST. ANTHONY HIGH SCHOOL 175 8TH ST JERSEY CITY, NJ 07302	N/A PC	GENERAL & UNRESTRICTED	25,000
WWP INC PO BOX 758517 TOPEKA, KS 66675	N/A PC	GENERAL & UNRESTRICTED	2,500.
		TOTAL CONTRIBUTIONS PAID	623,000.