

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THORNTON ARTHUR E TR UW 2		A Employer identification number 06-6445132
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1802	Room/suite	B Telephone number (see instructions) (888) 866-3275
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 029011802		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 5,512,247	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	101,776	101,178		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	314,311			
b Gross sales price for all assets on line 6a	1,942,659			
7 Capital gain net income (from Part IV, line 2)		314,311		
8 Net short-term capital gain			0	
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)	2,545	424		
12 Total. Add lines 1 through 11	418,632	415,913		
13 Compensation of officers, directors, trustees, etc	51,050	30,630		20,420
14 Other employee salaries and wages		0	0	0
15 Pension plans, employee benefits		0	0	
16a Legal fees (attach schedule)	970	0	0	970
b Accounting fees (attach schedule)	1,250	750	0	500
c Other professional fees (attach schedule)				0
17 Interest				0
18 Taxes (attach schedule) (see instructions)	3,450	3,450		0
19 Depreciation (attach schedule) and depletion	0	0		
20 Occupancy				
21 Travel, conferences, and meetings		0	0	
22 Printing and publications		0	0	
23 Other expenses (attach schedule)	1,118	1,591		
24 Total operating and administrative expenses. Add lines 13 through 23	57,838	36,421	0	21,890
25 Contributions, gifts, grants paid	217,556			217,556
26 Total expenses and disbursements. Add lines 24 and 25	275,394	36,421	0	239,446
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	143,238			
b Net investment income (if negative, enter -0-)		379,492		
c Adjusted net income (if negative, enter -0-)			0	

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	128,562	185,877	185,877
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	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)	4,627,194	4,669,409	5,326,370
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			0
	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)	4,755,756	4,855,286	5,512,247	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,755,756	4,855,286	
	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)	4,755,756	4,855,286		
31 Total liabilities and net assets/fund balances (see instructions) .	4,755,756	4,855,286		

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	4,755,756
2 Enter amount from Part I, line 27a	2	143,238
3 Other increases not included in line 2 (itemize) ▶ _____	3	1
4 Add lines 1, 2, and 3	4	4,898,995
5 Decreases not included in line 2 (itemize) ▶ _____	5	43,709
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	4,855,286

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	314,311
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	

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 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))
2016	232,342	4,754,731	0.048865
2015	245,514	5,007,046	0.049034
2014	257,105	5,142,526	0.049996
2013	231,077	4,879,023	0.047361
2012	208,665	4,513,389	0.046232

2 Total of line 1, column (d)	2	0.241488
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	0.048298
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,152,701
5 Multiply line 4 by line 3	5	248,865
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,795
7 Add lines 5 and 6	7	252,660
8 Enter qualifying distributions from Part XII, line 4	8	239,446

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax due'. Total amount owed is 6,962.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

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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 2017, 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? Includes instructions for exceptions and filing requirements for FinCEN Form 114.

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.

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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		No
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i> 			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA N A PO BOX 1802 PROVIDENCE, RI 02901	TRUSTEE 1	51,050		

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
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	
2	
All other program-related investments. See instructions	
3	
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	5,099,315
b	Average of monthly cash balances.	1b	131,854
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,231,169
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,231,169
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	78,468
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,152,701
6	Minimum investment return. Enter 5% of line 5.	6	257,635

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	257,635
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	7,590
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,590
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	250,045
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	250,045
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	250,045

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	239,446
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	239,446
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	239,446

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				250,045
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			46,112	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	0			
b From 2013.	0			
c From 2014.	0			
d From 2015.	0			
e From 2016.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>239,446</u>				
a Applied to 2016, but not more than line 2a			46,112	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				193,334
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				56,711
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).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.	0			
b Excess from 2014.	0			
c Excess from 2015.	0			
d Excess from 2016.	0			
e Excess from 2017.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization 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))

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

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 email 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	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				217,556
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1563 673 AQR MANAGED FUTURES STRATEGY FUND CL I		2016-06-30	2017-02-02
523 45 SMALL CAP GROWTH LEADERS CTF		2014-02-07	2017-01-31
332 078 EMERGING MARKETS STOCK COMMON TRUST FUND		2016-10-14	2017-01-31
1362 819 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-03-14	2017-01-31
582 319 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-03-14	2017-05-31
208 48 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-03-14	2017-08-31
220 322 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-02-07	2017-08-31
66 465 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-02-07	2017-11-30
3432 49 FPA CRESCENT FUND SER I		2017-02-02	2017-10-02
521 892 SMALL CAP VALUE CTF		2014-02-07	2017-01-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,730		16,262	-1,532
13,585		12,999	586
15,422		15,501	-79
63,290		56,237	7,053
30,708		24,892	5,816
12,206		9,380	2,826
12,899		9,847	3,052
4,118		3,118	1,000
119,279		113,821	5,458
15,765		13,939	1,826

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,532
			586
			-79
			7,053
			5,816
			2,826
			3,052
			1,000
			5,458
			1,826

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
11456 314 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2014-03-12	2017-02-02
1214 856 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2015-04-09	2017-02-02
2123 191 DIVIDEND INCOME COMMON TRUST FUND		2015-04-10	2017-01-31
1512 106 DIVIDEND INCOME COMMON TRUST FUND		2014-10-10	2017-01-31
847 ISHARES CORE TOT U S BD MKT ETF		2016-05-31	2017-01-31
400 ISHARES CORE TOT U S BD MKT ETF		2016-01-08	2017-01-31
295 ISHARES RUSSELL 2000 ETF		2017-01-31	2017-05-31
162 ISHARES RUSSELL 2000 ETF		2017-01-31	2017-09-29
1448 765 THE MERGER FD		2016-06-30	2017-02-02
5453 PIMCO HIGH YIELD FD INSTL CL		2017-02-02	2017-03-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
110,783		121,607	-10,824
11,748		12,228	-480
121,236		117,556	3,680
86,342		82,259	4,083
91,666		93,835	-2,169
43,290		43,462	-172
40,062		39,878	184
23,994		21,899	2,095
22,731		22,383	348
48,532		48,477	55

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-10,824
			-480
			3,680
			4,083
			-2,169
			-172
			184
			2,095
			348
			55

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2203 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2014-03-12	2017-01-31
4344 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2015-04-09	2017-01-31
119 287 PRINCIPAL MIDCAP BLEND FUND INSTL CL		2017-02-02	2017-10-02
997 VANGUARD FTSE EMERGING MKTS ETF		2016-10-14	2017-01-31
334 VANGUARD FTSE EMERGING MKTS ETF		2016-05-31	2017-01-31
405 VANGUARD FTSE EMERGING MKTS ETF		2016-05-31	2017-08-31
85 VANGUARD S&P 500 ETF		2016-01-08	2017-01-31
5 VANGUARD S&P 500 ETF		2016-01-08	2017-01-31
32 VANGUARD S&P 500 ETF		2016-01-08	2017-05-31
77 VANGUARD S&P 500 ETF		2016-01-08	2017-11-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
34,542		46,125	-11,583
68,112		53,306	14,806
3,212		2,773	439
37,618		37,342	276
12,602		11,291	1,311
17,947		13,691	4,256
17,737		15,104	2,633
1,044		889	155
7,078		5,686	1,392
18,760		13,683	5,077

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-11,583
			14,806
			439
			276
			1,311
			4,256
			2,633
			155
			1,392
			5,077

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
207 VANGUARD REIT ETF		2016-10-14	2017-01-31
3309 VANGUARD REIT ETF		2014-03-12	2017-01-31
1385 643 WELLS FARGO ABSOLUTE RETURN FUND INSTL CL		2017-02-02	2017-10-02
3773 805 HIGH QUALITY CORE COMMON TRUST FUND		2012-09-30	2017-01-31
1109 524 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2014-02-07	2017-05-31
1541 745 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2014-02-07	2017-08-31
13800 529 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2017-01-31
996 294 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2017-08-31
795 499 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2017-11-30
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
17,068		17,200	-132
272,840		223,555	49,285
15,741		14,674	1,067
55,094		47,884	7,210
14,003		12,495	1,508
20,590		17,452	3,138
187,537		187,213	324
15,071		15,738	-667
13,056		12,667	389
			9,788

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-132
			49,285
			1,067
			7,210
			1,508
			3,138
			324
			-667
			389

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CT SCHOLARSHIP FUND221 LANE HALL LEWISTON, ME 042400000	N/A	PC	UNRESTRICTED GENERAL	8,702
CONN JUNIOR REPUBLIC ASSOC INC PO BOX 161 LITCHFIELD, CT 067590161	N/A	PC	UNRESTRICTED GENERAL	8,702
CONN CHILDREN'S MEDICAL CENTER282 WASHINGTON ST HARTFORD, CT 061063322	N/A	PC	UNRESTRICTED GENERAL	26,107
BOYS CLUB OF NEW BRITAIN ATTN TODD CZUPRINSKI 150 WASHINGTON ST NEW BRITAIN, CT 060511828	N/A	PC	UNRESTRICTED GENERAL	17,404
COMM CHEST NEW BRITAIN & BERLIN 74A VINE ST NEW BRITAIN, CT 060521409	N/A	PC	UNRESTRICTED GENERAL	26,107
Total ▶ 3a				217,556

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CT INSTITUTE FOR THE BLIND 120 HOLCOMB ST HARTFORD, CT 061121529	N/A	PC	UNRESTRICTED GENERAL	26,107
KLINGBERG COMPRHSVE PROGRAM SVCS 370 LINWOOD ST NEW BRITAIN, CT 060521949	N/A	PC	UNRESTRICTED GENERAL	26,107
FIRST ECCLESIASTICAL SOC NB ATTN FINANCE COMMITTEE CHAIRMAN 830 CORBIN AVE NEW BRITAIN, CT 060521255	N/A	PC	UNRESTRICTED GENERAL	43,511
ARTHUR THORNTON TRUST UA 1 200 GLASTONBURY BLVD MSC CT2 GLASTONBURY, CT 060334418	N/A	PF	UNRESTRICTED GENERAL	26,107
THE SALVATION ARMY440 W NYACK RD WEST NYACK, NY 109941739	N/A	PC	UNRESTRICTED GENERAL	8,702
Total 3a				217,556

TY 2017 Accounting Fees Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE - BOA	1,250	750		500

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Expenditure Responsibility Statement

Name: THORNTON ARTHUR E TR UW 2

EIN: 06-6445132

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
ARTHUR THORNTON TRUST UA 1 CARDIO PULMONARY FUND	99 FOUNDERS PLZ EAST HARTFORD, CT 061083208	2017-02-17	5,143	FBO HOSPITAL OF CENTRAL CT CARDIO-PULMONATY EQUIPMENT					
ARTHUR THORNTON TRUST UA 1 CARDIO PULMONARY FUND	99 FOUNDERS PLZ EAST HARTFORD, CT 061083208	2017-05-19	5,143	FBO HOSPITAL OF CENTRAL CT CARDIO-PULMONATY EQUIPMENT					
ARTHUR THORNTON TRUST UA 1 CARDIO PULMONARY FUND	99 FOUNDERS PLZ EAST HARTFORD, CT 061083208	2017-06-14	5,143	FBO HOSPITAL OF CENTRAL CT CARDIO-PULMONATY EQUIPMENT					
ARTHUR THORNTON TRUST UA 1 CARDIO PULMONARY FUND	99 FOUNDERS PLZ EAST HARTFORD, CT 061083208	2017-08-18	5,143	FBO HOSPITAL OF CENTRAL CT CARDIO-PULMONATY EQUIPMENT					

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: THORNTON ARTHUR E TR UW 2

EIN: 06-6445132

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
2203 POWERS	2017-01		2014-03	PURCHASER	34,542	46,125			-11,583	
4344 POWERS	2017-01		2015-04	PURCHASER	68,112	53,306			14,806	

TY 2017 General Explanation Attachment**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FEDERAL FOOTNOTE	PART VIII LIST OF OFFICERS AND DIRECTORS	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N A AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR THE TIME SPENT BY THE TRUSTEE, RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

TY 2017 Investments Corporate Stock Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Name of Stock	End of Year Book Value	End of Year Fair Market Value
464287465 ISHARES MSCI EAFE ET		
464287614 ISHARES RUSSELL 1000		
922042858 VANGUARD FTSE EMERGI	113,472	161,649
19765J830 COLUMBIA MID CAP VAL		
19765N245 COLUMBIA DIVIDEND IN		
19765P232 COLUMBIA MID CAP GRO		
19765P406 COLUMBIA CONTRARIAN		
19765P547 COLUMBIA REAL ESTATE		
19765P810 COLUMBIA SMALL CAP C		
693390700 PIMCO TOTAL RETURN F		
197199813 COLUMBIA ACORN INTER		
1261291M7 INTERM GOVT/CREDIT B		
99Z466163 HIGH QUALITY CORE CO	75,530	86,529
464287507 ISHARES CORE S&P MID	327,494	392,085
464287655 ISHARES RUSSELL 2000	417,368	492,141
73935S105 POWERSHARES DB COMMO	49,106	52,488
921943858 VANGUARD FTSE DEVELO	456,887	528,630
922908553 VANGUARD REIT ETF		
466001864 IVY ASSET STRATEGY F		
38145C646 GOLDMAN SACHS STRATE		
693390841 PIMCO HIGH YIELD FD	48,448	50,986
202671913 AGGREGATE BOND CTF	472,484	474,921
207543877 SMALL CAP GROWTH LEA	79,233	86,679
29099J109 EMERGING MARKETS STO	203,783	279,132
302993993 MID CAP VALUE CTF	116,042	119,754
303995997 SMALL CAP VALUE CTF	77,782	85,627
323991307 MID CAP GROWTH CTF	108,847	116,460
45399C107 DIVIDEND INCOME COMM	302,277	319,345
99Z466197 INTERNATIONAL FOCUSE	342,886	415,128
464287200 ISHARES CORE S&P 500		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
97717X701 WISDOMTREE EUROPE HE		
99Z501647 STRATEGIC GROWTH COM	298,101	306,000
464287226 ISHARES CORE US AGGR	99,527	100,146
922908363 VANGUARD S&P 500 ETF	361,618	499,165
00203H859 AQR MANAGED FUTURES	61,445	55,614
09256H286 BLACKROCK STRATEGIC	250,348	254,338
94987W737 WELLS FARGO ABSOLUTE	93,925	106,969
589509108 THE MERGER FD	48,672	50,216
00203H446 AQR LONG-SHORT EQUIT	49,491	52,119
62827P816 CATALYST/MILLBURN HE	68,932	69,282
74253Q747 PRINCIPAL MIDCAP BLE	145,711	170,967

TY 2017 Legal Fees Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - PRINCIPAL (ALLOCA	262			262
LEGAL FEES - INCOME (ALLOCABLE	262			262
LEGAL FEES - CHARITABLE	446			446

TY 2017 Other Decreases Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Description	Amount
CTF ADJUSTMENT	4,988
INCOME ADJUSTMENT	349
PARTNERSHIP ADJUSTMENT	1,167
COST BASIS ADJUSTMENT	407
SECURITIES ADJUSTMENT	36,798

TY 2017 Other Expenses Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	559	559		0
OTHER ALLOCABLE EXPENSE-INCOME	559	559		0
PARTNERSHIP EXPENSES		473		0

TY 2017 Other Income Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	2,545	0	
PARTNERSHIP INCOME		424	

TY 2017 Other Increases Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Description	Amount
ROUNDING	1

TY 2017 Taxes Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,205	2,205		0
FOREIGN TAXES ON QUALIFIED FOR	839	839		0
FOREIGN TAXES ON NONQUALIFIED	406	406		0