

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.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

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		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) ▶ \$ <u>4,788,023</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)				
	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	103,458	103,806		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	307,914			
	b Gross sales price for all assets on line 6a	1,604,850			
	7 Capital gain net income (from Part IV, line 2)		307,914		
	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)			-30,898		
12 Total. Add lines 1 through 11	411,372	380,822			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	52,365	31,419		20,946
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	0
	16a Legal fees (attach schedule)				0
	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)	17,694	3,140		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)	1,172	1,256		
	24 Total operating and administrative expenses. Add lines 13 through 23	72,481	36,565	0	21,446
	25 Contributions, gifts, grants paid	249,642			249,642
26 Total expenses and disbursements. Add lines 24 and 25	322,123	36,565	0	271,088	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	89,249				
b Net investment income (if negative, enter -0-)		344,257			
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	185,877	136,617	136,617
	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)	4,669,409	4,821,686	4,651,406
	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)	4,855,286	4,958,303	4,788,023	
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	4,855,286	4,958,303	
	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)	4,855,286	4,958,303		
31 Total liabilities and net assets/fund balances (see instructions) .	4,855,286	4,958,303		

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	4,855,286
2 Enter amount from Part I, line 27a	2	89,249
3 Other increases not included in line 2 (itemize) ▶ _____	3	14,517
4 Add lines 1, 2, and 3	4	4,959,052
5 Decreases not included in line 2 (itemize) ▶ _____	5	749
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	4,958,303

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)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	307,914
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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))
2017	239,446	5,152,701	0 04647
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
2 Total of line 1, column (d)			2 0 241726
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0 048345
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 5,284,341
5 Multiply line 4 by line 3			5 255,471
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,443
7 Add lines 5 and 6			7 258,914
8 Enter qualifying distributions from Part XII, line 4			8 271,088

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 that meet the section 4940(e) requirements', and 'Tax due'. Total amount owed is 4,149, with 705 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'Did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address
14 The books are in care of BANK OF AMERICA Telephone no (888) 866-3275
Located at PO BOX 1802 PROVIDENCE RI ZIP+4 029011802
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
16 At any time during calendar year 2018, 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?

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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
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 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? 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)
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?
b If "Yes," did it have excess business holdings in 2018 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 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2018?

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
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	5,265,828
b	Average of monthly cash balances.	1b	98,985
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,364,813
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	5,364,813
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	80,472
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,284,341
6	Minimum investment return. Enter 5% of line 5.	6	264,217

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	264,217
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	3,443
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,443
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	260,774
4	Recoveries of amounts treated as qualifying distributions.	4	5,143
5	Add lines 3 and 4.	5	265,917
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	265,917

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	271,088
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	271,088
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	3,443
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	267,645

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				265,917
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			56,711	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	0			
b From 2014.	0			
c From 2015.	0			
d From 2016.	0			
e From 2017.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>271,088</u>				
a Applied to 2017, but not more than line 2a			56,711	
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 2018 distributable amount.				214,377
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				51,540
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 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.	0			
b Excess from 2015.	0			
c Excess from 2016.	0			
d Excess from 2017.	0			
e Excess from 2018.	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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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
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.)
1 3755 AQR LONG-SHORT EQUITY FUND CL I		2017-02-02	2018-11-30
1 526 171 AQR LONG-SHORT EQUITY FUND CL I		2018-07-02	2018-11-30
562 432 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO CL I		2018-02-01	2018-03-29
1262 312 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2018-02-01	2018-11-30
7736 175 AGGREGATE BOND CTF		2014-02-07	2018-01-31
812 611 AGGREGATE BOND CTF		2014-02-07	2018-03-31
351 759 SMALL CAP GROWTH LEADERS CTF		2014-02-07	2018-05-31
552 238 EMERGING MARKETS STOCK COMMON TRUST FUND		2014-02-07	2018-01-31
350 861 MID CAP VALUE CTF		2014-10-10	2018-08-31
367 187 MID CAP GROWTH CTF		2014-10-10	2018-05-31

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)
43,934		49,491	-5,557
6,156		6,693	-537
5,579		5,664	-85
12,131		12,708	-577
128,609		129,414	-805
13,369		13,573	-204
11,392		10,162	1,230
37,384		26,417	10,967
13,141		12,665	476
13,826		12,893	933

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			(I) 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	
			-5,557
			-537
			-85
			-577
			-805
			-204
			1,230
			10,967
			476
			933

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)
185 148 DIVIDEND INCOME COMMON TRUST FUND		2014-10-10	2018-01-31
1 216 301 DIVIDEND INCOME COMMON TRUST FUND		2014-10-10	2018-08-31
389 ISHARES CORE TOT U S BD MKT ETF		2016-01-08	2018-01-31
902 ISHARES CORE S&P MID CAP ETF		2017-01-31	2018-01-31
91 ISHARES CORE S&P MID CAP ETF		2017-01-31	2018-08-31
1597 ISHARES RUSSELL 2000 ETF		2017-01-31	2018-01-31
371 ISHARES RUSSELL 2000 ETF		2017-01-31	2018-03-29
10 ISHARES RUSSELL 2000 ETF		2015-04-09	2018-03-29
138 ISHARES RUSSELL 2000 ETF		2015-04-09	2018-08-31
3150 287 THE MERGER FD		2016-06-30	2018-02-01

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)
12,881		11,850	1,031
14,952		15,158	-206
42,040		42,267	-227
175,908		151,635	24,273
18,555		15,298	3,257
249,677		215,881	33,796
56,309		50,151	6,158
1,518		1,251	267
23,814		17,259	6,555
51,035		48,672	2,363

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	
			1,031
			-206
			-227
			24,273
			3,257
			33,796
			6,158
			267
			6,555
			2,363

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)
537 288 CATALYST/MILLBURN HEDGE STRATEGY FUND CL I		2018-02-01	2018-11-30
1 856 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2015-04-09	2018-05-31
661 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2018-01-31	2018-05-31
676 388 PRINCIPAL MIDCAP BLEND FUND INSTL CL		2017-02-02	2018-08-31
1478 VANGUARD FTSE DEVELOPED MARKETS ETF		2017-05-31	2018-06-29
728 VANGUARD FTSE DEVELOPED MARKETS ETF		2014-03-12	2018-06-29
648 VANGUARD FTSE EMERGING MKTS ETF		2016-05-31	2018-01-31
2300 884 WELLS FARGO ABSOLUTE RETURN FUND INSTL CL		2017-02-02	2018-11-30
2487 116 WELLS FARGO ABSOLUTE RETURN FUND INSTL CL		2016-01-08	2018-11-30
5098 823 HIGH QUALITY CORE COMMON TRUST FUND		2012-09-30	2018-01-31

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)
17,225		17,086	139
15,361		15,848	-487
11,861		12,100	-239
19,920		15,726	4,194
63,417		61,432	1,985
31,236		30,004	1,232
32,283		21,905	10,378
25,149		24,366	783
27,184		24,399	2,785
91,596		76,522	15,074

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	
			139
			-487
			-239
			4,194
			1,985
			1,232
			10,378
			783
			2,785
			15,074

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.)
1226 657 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2014-02-07	2018-01-31
1 5451 033 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2018-01-31
69 877 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2018-05-31
821 063 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2018-06-30
903 132 STRATEGIC GROWTH COMMON TRUST FUND		2015-04-10	2018-08-31
1029 591 MID CAP CORE CTF		2018-01-31	2018-08-31
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)
18,566		14,600	3,966
96,745		88,529	8,216
1,261		1,329	-68
14,961		15,620	-659
17,934		18,052	-118
10,622		10,316	306
			15,919

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	
			3,966
			8,216
			-68
			-659
			-118
			306

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 FUND 221 LANE HALL LEWISTON, ME 042400000	N/A	PC	UNRESTRICTED GENERAL	9,986
CONN JUNIOR REPUBLIC ASSOC INC PO BOX 161 LITCHFIELD, CT 067590161	N/A	PC	UNRESTRICTED GENERAL	9,986
CONN CHILDREN'S MEDICAL CENTER 282 WASHINGTON ST HARTFORD, CT 061063322	N/A	PC	UNRESTRICTED GENERAL	29,957
Total				249,642

▶ **3a**

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>				
The Hospital of Central Connecticut 100 GRAND STREET New Britain, CT 06050	N/A	PC	UNRESTRICTED GENERAL	29,957
BOYS CLUB OF NEW BRITAIN ATTN TODD CZUPRINSKI 150 WASHINGTON ST NEW BRITAIN, CT 060511828	N/A	PC	UNRESTRICTED GENERAL	19,971
COMM CHEST NEW BRITAIN & BERLIN 74A VINE ST NEW BRITAIN, CT 060521409	N/A	PC	UNRESTRICTED GENERAL	29,957
Total				249,642

▶ **3a**

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	29,957
KLINGBERG COMPRHSVE PROGRAM SVCS 370 LINWOOD ST NEW BRITAIN, CT 060521949	N/A	PC	UNRESTRICTED GENERAL	29,957
FIRST ECCLESIASTICAL SOC NB ATTN FINANCE COMMITTEE CHAIRMAN 830 CORBIN AVE NEW BRITAIN, CT 060521255	N/A	PC	UNRESTRICTED GENERAL	49,928
Total				249,642

▶ 3a

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)				
<i>a Paid during the year</i>				
THE SALVATION ARMY440 W NYACK RD WEST NYACK, NY 109941739	N/A	PC	UNRESTRICTED GENERAL	9,986
Total ▶ 3a				249,642

TY 2018 Accounting Fees Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

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 2018 Gain/Loss from Sale of Other Assets Schedule

Name: THORNTON ARTHUR E TR UW 2

EIN: 06-6445132

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
856 POWERSH	2018-05		2015-04	PURCHASER	15,361	15,848			-487	
661 POWERSH	2018-05		2018-01	PURCHASER	11,861	12,100			-239	

TY 2018 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 2018 Investments Corporate Stock Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132**Investments Corporation Stock Schedule**

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	108,509	124,778
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		
464287507 ISHARES CORE S&P MID	160,561	178,182
464287655 ISHARES RUSSELL 2000	132,826	148,897
73935S105 POWERSHARES DB COMMO		
921943858 VANGUARD FTSE DEVELO	365,452	355,344
922908553 VANGUARD REIT ETF		
466001864 IVY ASSET STRATEGY F		
38145C646 GOLDMAN SACHS STRATE		
693390841 PIMCO HIGH YIELD FD	48,448	47,117
202671913 AGGREGATE BOND CTF	326,202	320,144
207543877 SMALL CAP GROWTH LEA	81,867	72,481
29099J109 EMERGING MARKETS STO	220,161	217,720
302993993 MID CAP VALUE CTF	103,737	90,885
303995997 SMALL CAP VALUE CTF	85,972	70,673
323991307 MID CAP GROWTH CTF	106,528	99,838
45399C107 DIVIDEND INCOME COMM	315,234	270,120
99Z466197 INTERNATIONAL FOCUSE	352,044	329,161
464287200 ISHARES CORE S&P 500		

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
97717X701 WISDOMTREE EUROPE HE		
99Z501647 STRATEGIC GROWTH COM	230,955	187,337
464287226 ISHARES CORE US AGGR	57,261	56,120
922908363 VANGUARD S&P 500 ETF	361,618	467,663
00203H859 AQR MANAGED FUTURES	61,445	50,673
09256H286 BLACKROCK STRATEGIC		
94987W737 WELLS FARGO ABSOLUTE	45,160	48,014
589509108 THE MERGER FD		
00203H446 AQR LONG-SHORT EQUIT		
62827P816 CATALYST/MILLBURN HE	125,116	118,668
74253Q747 PRINCIPAL MIDCAP BLE	129,985	126,742
46138B103 INVESCO DB COMMODITY	254,066	219,567
09257V201 BLACKSTONE ALTERNATI	100,575	97,565
09260B382 BLACKROCK STRATEGIC	287,642	281,296
00142R539 INVESCO BALANCED-RIS	113,881	106,035
99Z639934 LARGE CAP CORE CTF	245,913	225,453
99Z639942 MID CAP CORE CTF	217,727	187,156
99Z639959 SMALL CAP CORE CTF	182,801	153,777

TY 2018 Other Decreases Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Description	Amount
INCOME ADJUSTMENT	123
COST BASIS ADJUSTMENT	626

TY 2018 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	586	586		0
OTHER ALLOCABLE EXPENSE-INCOME	586	586		0
FROM PARTNERSHIP/S-CORP		84		0

TY 2018 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
FROM PARTNERSHIP/S-CORP		-30,898	

TY 2018 Other Increases Schedule**Name:** THORNTON ARTHUR E TR UW 2**EIN:** 06-6445132

Description	Amount
CTF ADJUSTMENT	4,695
ROUNDING	4
PARTNERSHIP ADJUSTMENT	2,857
SECURITIES ADJUSTMENT	1,818
QUAL DIST RECOVERIES ADJUSTMENT	5,143

TY 2018 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	1,773	1,773		0
EXCISE TAX - PRIOR YEAR	6,962	0		0
EXCISE TAX ESTIMATES	7,592	0		0
FOREIGN TAXES ON QUALIFIED FOR	985	985		0
FOREIGN TAXES ON NONQUALIFIED	382	382		0