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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2018

Department of the Treasury Internal Revenue Service

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.

Open to Public Inspection

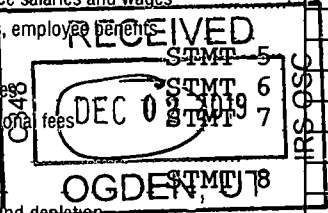
For calendar year 2018 or tax year beginning , and ending

Name of foundation: THE VIRGINIA WELLINGTON CABOT FOUNDATION C/O CABOT-WELLINGTON LLC. Address: 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109. Employer ID: 04-6728351. Telephone: 617-451-1744. Accounting method: MODIFIED CASH. Fair market value: \$35,557,495.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Dividends, Net gain, Total, Operating and Administrative Expenses, and Net investment income.

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	2,339,834.	251,781.	251,781.	
	2 Savings and temporary cash investments	433,424.	1,433,398.	1,433,398.	
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 11 7,121,188.	13,184,752.	13,184,752.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis				
Less accumulated depreciation					
12 Investments - mortgage loans					
13 Investments - other	STMT 12 28,895,280.	20,595,935.	20,687,564.		
14 Land, buildings, and equipment basis					
Less accumulated depreciation					
15 Other assets (describe)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	38,789,726.	35,465,866.	35,557,495.		
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				
	22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.				
	24 Unrestricted	38,789,726.	35,465,866.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	38,789,726.	35,465,866.			
31 Total liabilities and net assets/fund balances	38,789,726.	35,465,866.			

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	38,789,726.
2 Enter amount from Part I, line 27a	2	2,991,130.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	41,780,856.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 10	5	6,314,990.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,465,866.

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Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
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	22,304,364.	16,863,593.	5,440,771.
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) FMV 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			5,440,771.
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 5,440,771.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3 N/A

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

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

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

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

If "Yes," the foundation doesn't 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))
2017	1,634,854.	36,019,681.	.045388
2016	1,829,487.	32,294,676.	.056650
2015	1,919,840.	34,045,604.	.056390
2014	1,773,924.	35,466,803.	.050016
2013	1,537,440.	36,246,032.	.042417

2 Total of line 1, column (d)	2	.250861
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	.050172
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	25,059,138.
5 Multiply line 4 by line 3	5	1,257,267.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	54,289.
7 Add lines 5 and 6	7	1,311,556.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,863,609.

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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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).

1	54,289.
2	0.
3	54,289.
4	0.
5	54,289.
6a	62,945.
6b	0.
6c	35,000.
6d	0.
7	97,945.
8	0.
9	
10	43,656.
11	0.

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax 43,656. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

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?

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

8a Enter the states to which the foundation reports or with which it is registered. See instructions. MA

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>CABOTWELLINGTON.COM</u>	X	
14 The books are in care of ► <u>JOAN WHELTON, EXEC. DIR.</u> Telephone no. ► <u>617-451-1744</u> Located at ► <u>22 BATTERYMARCH ST. 2ND FLOOR, BOSTON, MA</u> ZIP+4 ► <u>02109</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	X

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

		Yes	No
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 type="checkbox"/> Yes <input checked="" 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 Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	5b	X
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
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? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
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?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

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

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIDELITY INVESTMENTS		
P.O. BOX 28019, ALBUQUERQUE, NM 87125-8019	SERVICES FEES	341,377.
CABOT-WELLINGTON, LLC - 22 BATTERYMARCH ST., 2ND FLOOR, BOSTON, MA 02109	INVESTMENT SERVICES	200,077.
CABOT-WELLINGTON, LLC - 22 BATTERYMARCH ST., 2ND FLOOR, BOSTON, MA 02109	ADMINISTRATIVE	140,000.

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	
2	0.
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,654,927.
b	Average of monthly cash balances	1b	1,850,649.
c	Fair market value of all other assets	1c	12,935,173.
d	Total (add lines 1a, b, and c)	1d	25,440,749.
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	25,440,749.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	381,611.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,059,138.
6	Minimum investment return. Enter 5% of line 5	6	1,252,957.

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	1,252,957.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	54,289.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	54,289.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,198,668.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,198,668.
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	1,198,668.

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	1,863,609.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,863,609.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	54,289.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,809,320.

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.

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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				1,198,668.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			398,035.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 1,863,609.				
a Applied to 2017, but not more than line 2a			398,035.	
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				1,198,668.
e Remaining amount distributed out of corpus	266,906.			
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:	266,906.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
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	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	266,906.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018	266,906.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed: **SEE STATEMENT 15**

SEE STATEMENT 14

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:

The Virginia Wellington Cabot Foundation
Grants Paid for the Year Ended December 31, 2018

Charity	Amount
5 Gyres Institute - Jeremy Black sponsor	15,000
Addison Community Athletics Fo - Invoice 12.2018 Grant - Irene Poole Sponsor - Matching Grant	250
All Faiths Food Bank - Louis and Muffie Cabot sponsors	5,000
American Friends of ZanaAfrica - Suzanne Cabot sponsor	20,000
Apprentice Learning - Chris Carrigan sponsor	5,000
Art Explorers, Inc. - David Klingman sponsor	20,000
Brackett Foundation - Moors and Tom Myers sponsors	5,000
Brookwood School - matching grant	1,000
Brunswick School - Jim Cabot sponsor	2,500
Brunswick School - Jim Cabot sponsor matching grant	2,500
C A R.E - Sophie Black sponsor	25,000
California Coastkeeper Allianc - Alexander Black sponsor	25,000
California Coastkeeper Allianc - Allexander Black sponsor	10,000
California Coastkeeper Allianc - Jeremy Black sponsor	10,000
California Coastkeeper Allianc - Linda Black sponsor	10,000
California Coastkeeper Allianc - Sophie Black sponsor	1,000
Camden Conference - Mabel Cabot sponsor	15,000
Camp Dreamcatcher - Mandy Cabot sponsor	10,000
Camp Ondessonk - Invoice 12 2018 Grant - Timothy Eiserle Sponsor - Matching Grant	250
Cape Cod Academy - Cindi Cabot, sponsor	5,000
Cape Cod Lighthouse - Cindi Cabot sponsor	2,500
Careyes Foundation - Michael Fitzgerald sponsor	20,000
Chapel Hill Chauncy Hall Schoo	2,000
Clackamas Rotary Foundation - David Klingman, sponsor	10,000
Coaching for Change - Helen McCarthy sponsor	25,000
Commonweal - Rob and Penny Cabot	2,000
Comprehensive Alcoholism - Catherine Cabot sponsor	10,000
Comprehensive Alcoholism - Michael Cabot sponsor	10,000
Comprehensive Alcoholism - Michael Cabot sponsor	15,000
Conservation Foundation - Louis Cabot sponsor	15,000
Cultivating Community - Kate Christensen sponsor	10,000
Cultivating Community - Kate Christensen sponsor	25,000
Davidson Green School - Robin Wellington sponsor matching grant	500
Devoted to Children Foundation - Nina Cabot-Jones sponsor	3,000
Devoted to Children Foundation - Nina Cabot-Jones sponsor	25,000
EcoViva - Kathy Fitzgerald sponsor	10,000
Family Nurturing Center of - Shergul Arshad sponsor	50,000
Family Tree Access Center - Irene Poole sponsor	23,500
Family Tree Access Center - matching grant	2,000
Family Tree Access Center - Tom Cabot sponsor	1,000
Fiver Children's Foundation - Paul Myers sponsor	10,000
FJC - Invoice 12 2018 Grant - Helen and Bryan McCarthy Sponsors - Matching Grant	200
Florida Atlantic University - Melanie Cabot sponsor	5,000
Fractured Atlas Productions - No Longer Suitable for Use	10,000
Friends of Friends Medical - Penny and Robert Cabot sponsors	500
Gateway Crafts, VinFen Corp. - Sara Arshad sponsor	20,000
Greenwich Academy - Suzanne Cabot sponsor	10,000
Greenwich Academy - Suzanne Cabot sponsor, matching grant	1,750
Growing Alternative Resource - Robert Cabot sponsor	10,000
Gulf of Maine Research Institu - Rob Cabot sponsor	20,000

Charity	Amount
Heal the Bay - Alexander Black sponsor	10,000
Healing Abuse Working - Carole Ganz sponsor	5,000
Healthy Peninsula - Emlen Cabot sponsor	10,000
Hearts and Hammers - Penny and Rob Cabot sponsors	500
Henry Street Settlement - Diane Scanlon sponsor	250
Hesperian Foundation - Sara Arshad sponsor	20,000
Hurricane Island Foundation - Chris Carrigan sponsor	25,000
Hurricane Island Foundation - Invoice 12 2018 Grant - Chris and Laura Carrigan Sponsors - Matching Grant	1,500
Hurricane Island Outward Bound - Jim Cabot sponsor	10,000
Hurricane Island Outward Bound - Jim Cabot sponsor	40,000
Independent International Lega - Kieran Fitzgerald sponsor	5,000
Independent International Lega - replacement for check #2704)	10,000
Island Heritage Trust - Rob Cabot sponsor	10,000
Island Shakespeare Festival - Penny Cabot sponsor	1,000
Jackson Memorial Library - Mabel Cabot sponsor	10,000
John and Mable Ringling - Mabel Cabot sponsor	15,000
Kartemquin Educational Films - Brendan Fitzgerald, sponsor	10,000
Lahey Clinic Foundation Inc - Gulrez Arshad, sponsor	10,000
Lahey Clinic Foundation Inc - Sara and Guli Arshad sponsors	9,960
LifeFlight Foundation - Emlen Cabot sponsor	25,000
Maine Coast Heritage Trust - Laura Carrigan sponsor	20,000
Many Hopes - Linda Black sponsor	25,000
Mr Carmel Veterans Service - Brad Cabot, sponsor	10,000
National Film Preserve - Michael Fitzgerald sponsor	10,000
North Hero Volunteer Fire Dept - Invoice 12.2018 Grant - Helen & Bryan McCarthy Sponsor Matching Grant	200
Northwest Language Academy - Penny Cabot sponsor	750
Northwest Language Academy - Penny Cabot sponsor matching grant	750
Nyaka Aids Orphans Project - Mabel Cabot sponsor	7,500
One America - Penny and Rob Cabot sponsors	500
Our House Cafe - replacement check	10,000
Oxbridge Academy - Michael Cabot sponsor	1,875
PDX Contemporary Ballet - Kyla Farrow sponsor	15,000
Peace Development Fund - Penny Cabot sponsor	500
Peace Development Fund - Penny Cabot sponsor	6,000
Pingree School - Annual Fund	1,500
Pingree School - in support of Prep @ Pingree	500
Piper's Angels Foundation - Melanie Cabot sponsor	5,000
Pomegranate Center - Gingi Cabot sponsor	10,000
Presbyterian Hospital Foundati - Time Eiserle sponsor	15,000
Public Employees for - Linda Black sponsor	10,000
Puget Soundkeeper Alliance - Pere Selles sponsor	10,000
Puget Soundkeeper Alliance - Pere Selles sponsor	20,000
REACH Prep - Suzanne Cabot matching grant	1,000
REACH Prep - Suzanne Cabot sponsor	25,000
REACH Prep - Suzanne Cabot sponsor matching grant	1,000
REACH Prep - Suzanne Cabot sponsor matching grant	2,500
reTREEt America - Aidan Fitzgerald sponsor	30,000
Richard Hugo House - Sophie Black sponsor	8,000
Ringling College of Art & Desi - Louis Cabot matching grant	10,000
Ringling College of Art & Desi - Mabel Cabot matching grant	5,000
Rising Tide Capital - Kieran Fitzgerald sponsor	20,000
Rocky Mountain Elk Foundation - Jim Cabot sponsor	10,000
Root, NS - Laura Carrigan sponsor	15,000

Charity	Amount
San Francisco Estuary - Alexander Black sponsor	15,000
Sarah Lawrence College	1,500
Severn School - Louis Cabot sponsor	10,000
Severn School - Mabel Cabot sponsor	10,000
Shanta Foundation - Cecily Klingman sponsor	10,000
Shelburne Farms - Invoice: 12.2018 Grant - Tom Cabot Sponsor - Matching Grant	1,500
Shelburne Firefighters Assocat - Tom Cabot, sponsor	10,000
Shelburne Rescue - Tom Cabot sponsor	500
Sierra Academy of Expeditionar - Dominic DiLorenzo sponsor	10,000
Society of the Muse of - Kathy Fitzgerald sponsor	5,000
South Whidbey School - Penny Cabot sponsor	3,000
St Michael's College - Chris Carrigan sponsor	5,000
Steppingstone Foundation - Guli Arshad sponsor	25,000
Stoneleigh-Burnham School - Melanie Cabot sponsor	5,000
Stonewall Fire Auxiliary - matching grant	500
Supervised Visitation Network, - Invoice. 12.2018 Grant - Tom Cabot Sponsor - Matching Grant	500
Supportive Living, Inc. - matching grant	500
Taos Land Trust - Kathy Fitzgerald sponsor	5,000
Terry's Foundation for - Sara Arshad sponsor	5,000
The Collateral Repair Project - Terry Klingman sponsor	10,000
The Collateral Repair Project - Terry Klingman sponsor	10,000
The Fenn School - matching grant	1,000
The Food Project-North Shore - Jamie Cabot sponsor	25,000
The Land Conservancy - Invoice: 12 2018 Grant - Mandy Cabot Sponsor - Matching Grant	10,000
The Land Conservancy - Invoice 12 2018 Grant 2 - Peter Kjellerup Sponsor - Matching Grant	10,000
The Land Conservancy - Peter Kjellerup sponsor	10,000
The Land Conservancy - Peter Kjellerup sponsor	28,000
The Nature Conservancy - Bryan McCarthy sponsor	10,000
The Nature Conservancy - Bryan McCarthy sponsor	30,000
The Telling Room - Brendan Fitzgerald sponsor	15,000
Thompson Island Outward Bound - Laura Carrigan matching grant	1,000
Thompson Island Outward Bound - Laura Carrigan matching grant	1,000
Thompson Island Outward Bound - Laura Carrigan sponsor	10,000
Tides Foundation - deposit for future disaster relief organizations	200,000
Tides Foundation - Imbali grant	10,000
Tides Foundation - Multifath Alliance for Syrian Refugees	15,000
Tides Foundation - Sara Arshad sponsors--Associazone	3,000
Vermont Families in Transition - Moors and Tom Myers sponsors	10,000
Vermont Families in Transition - Tom Cabot sponsor	3,000
Vermont Families in Transition - Tom Cabot sponsor	10,000
Vermont Families in Transition - Tom Cabot, sponsor	2,000
Waldorf School at Moraine - Laura Carrigan sponsor	500
Water is Life Kenya - Mandy Cabot sponsor	15,000
Whidbey Island Nourishes - Penny and Robert Cabot sponsors	500
Wild Care, Inc. - Jaime Cabot sponsor	5,000
Young Women Empowered - Penny Cabot matching grant	500
	1,640,735

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 ISHARES TRUST CORE MSCI EAFE ETF	P		07/10/18
b LAZARD GLOBAL LISTEDINFRASTRUCTURE INSTL	P	12/05/17	07/10/18
c SALIENT MLP & ENERGYINFRASTRUCTURE FD I	P		07/10/18
d VANGUARD INDEX FDS VANGUARD TOTAL STK MK	P	01/09/18	07/10/18
e MATTHEWS PACIFIC TIGER FUND INSTL	P	12/28/15	07/10/18
f VANGUARD ENERGY FUNDADMIRAL SHARES	P	07/20/15	07/10/18
g VANGUARD INTERMDIATETERM TREASURY ADMIRAL	P		07/10/18
h ST GAINS/LOSSES (K-1S)	P		
i LT GAINS/LOSSES (K-1S)	P		
j COLLECTIBLE GAINS/LOSSES (K-1S)	P		
k SEC. 1231 GAINS/LOSSES (K-1S)	P		
l KABOUTER INTERNATIONAL OPPORTUNITIES FUND	P		
m VANGUARD INTERMDIATETERM TREASURY ADMIRAL	P	12/07/07	07/10/18
n GENERAL ELECTRIC CO	P	09/18/18	11/05/18
o US TREASURY N/B	P	10/09/18	11/18/18

(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 2,546,722.		2,644,328.	<97,606.>
b 286,565.		300,000.	<13,435.>
c 917,074.		979,015.	<61,941.>
d 360,962.		352,508.	8,454.
e 1,250,590.		978,884.	271,706.
f 357,739.		300,050.	57,689.
g 1,397,392.		1,495,082.	<97,690.>
h 475,360.			475,360.
i 2,751,281.			2,751,281.
j 14,065.			14,065.
k 56,085.			56,085.
l 1,543,142.		1,000,000.	543,142.
m 2,177,124.		2,272,089.	<94,965.>
n 15,184.		15,601.	<417.>
o 30,030.		30,038.	<8.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<97,606.>
b			<13,435.>
c			<61,941.>
d			8,454.
e			271,706.
f			57,689.
g			<97,690.>
h			475,360.
i			2,751,281.
j			14,065.
k			56,085.
l			543,142.
m			<94,965.>
n			<417.>
o			<8.>

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

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 CW HEDGE 2 FEEDER FUND	P		
b ADAGE CAPITAL PARTNERS LP	P		
c CAPITAL GAINS DIVIDENDS			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,249,723.		2,992,715.	1,257,008.
b 3,500,000.		3,503,283.	<3,283.>
c 375,326.			375,326.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,257,008.
b			<3,283.>
c			375,326.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	5,440,771.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 3

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST ON CASH & EQUIVALENTS	21,037.	21,037.	
TOTAL TO PART I, LINE 3	21,037.	21,037.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 4

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND & INTEREST INCOME	861,543.	375,326.	486,217.	448,613.	
PARTNERSHIP DISTRIBUTIONS	248,292.	0.	248,292.	0.	
THOMAS CABOT 1994 UNITRUST (HARVARD)	47,780.	0.	47,780.	47,780.	
VIRGINIA CABOT 1996 UNITRUST (MIT)	31,933.	0.	31,933.	31,933.	
TO PART I, LINE 4	1,189,548.	375,326.	814,222.	528,326.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,919.	0.		2,919.
TO FM 990-PF, PG 1, LN 16A	2,919.	0.		2,919.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WOLF & COMPANY	14,300.	0.		14,300.
TO FORM 990-PF, PG 1, LN 16B	14,300.	0.		14,300.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE ADMINISTRATION CABOT-WELLINGTON INVESTMENT MANAGEMENT FEES CAB	140,000.	0.		140,000.
GRANT MANAGEMENT ADMIN FEES	200,077. 11,893. 4,416.	200,077. 0. 0.		0. 11,893. 4,416.
FIDELITY SERVICE FEE	0.	341,377.		0.
TO FORM 990-PF, PG 1, LN 16C	356,386.	541,454.		156,309.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID-PASS-THRU	0.	18,530.		0.
FOREIGN TAX W/H - FIDELITY	0.	4,200.		0.
FEDERAL TAX EXPENSE	11,000.	0.		0.
STATE INCOME TAX WITHHELD	0.	292.		0.
MASS UBI TAX PAYMENT	2,556.	2,556.		0.
TO FORM 990-PF, PG 1, LN 18	13,556.	25,578.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MASS FILING FEE	70.	0.		70.
UTILITIES	741.	0.		741.
MEMBERSHIP DUES	3,250.	0.		3,250.
OTHER EXPENSES	2,648.	0.		2,648.
OVERLOOK PARTNERS FUND LP	0.	20,619.		0.
CW VENTURE FUND III, LLC	0.	4,552.		0.
CW VENTURE FUND IV, LLC	0.	9,160.		0.
CW REAL ESTATE FUND I LP	0.	2,328.		0.
CW REAL ESTATE FUND II LP	0.	4,329.		0.
CW REAL ESTATE FUND III LP	0.	2,256.		0.
CW PRIVATE EQUITY FUND 2007	0.	59,299.		0.
CW PRIVATE EQUITY FUND 2011	0.	25,199.		0.
CW REAL ASSETS FUND 2011	0.	9,156.		0.
COMMONFUND CAPITAL EQUITY	0.	16,453.		0.
ADAGE CAPITAL	0.	132,570.		0.
PARK STREET CAPITAL FUND VI	0.	6,408.		0.
PARK STREET CAPITAL FUND IV	0.	21,636.		0.
KABOUTER INTERNATIONAL INSIGHT FUND	0.	3,456.		0.
K-1 CHARITABLE CONTRIBUTIONS	0.	0.		103.
CW PRIVATE MARKETS FUND 2018	0.	12,394.		0.
BOND AMORTIZATION	10,502.	10,502.		0.
TO FORM 990-PF, PG 1, LN 23	17,211.	340,317.		6,812.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10
DESCRIPTION		AMOUNT
NET CHANGE IN UNREALIZED GAINS/(LOSSES)		6,314,990.
TOTAL TO FORM 990-PF, PART III, LINE 5		6,314,990.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS & MUTUAL FUNDS	13,184,752.	13,184,752.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,184,752.	13,184,752.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CW FUNDS	FMV	7,351,319.	7,348,333.
ADAGE CAPITAL PARTNERS, LP	FMV	4,117,405.	4,121,939.
CAMCAP RESOURCES OFFSHORE FUND	FMV	416.	416.
COMMONFUND CAP PRI EQU PTR VII	FMV	626,406.	716,488.
KABOUTER INT'L OFFSHORE FD II	FMV	688,969.	688,969.
OVERLOOK PARTNERS FUND, L.P.	FMV	1,888,472.	1,888,472.
PARK STREET CAP NAT RES IV, LP	FMV	135,987.	135,986.
PARK STREET CAP NAT RES VI, LP	FMV	662,572.	662,572.
SANDERSON INTERNATIONAL VALUE	FMV	2,393,493.	2,393,493.
ACADIAN GLOBAL EQUITY	FMV	1,292,805.	1,292,805.
GMO BENCHMARK	FMV	1,438,091.	1,438,091.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,595,935.	20,687,564.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HELEN C. MCCARTHY 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	CHAIRPERSON 1.00	0.	0.	0.
JOAN M. WHELTON 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	EXECUTIVE DIRECTOR 1.00	0.	0.	0.
BRYAN MCCARTHY 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
TOBIAS MYERS 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
KATARINA BULICH 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
MOORS MYERS 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
CHRISTINA CABOT-JONES 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
AIDAN FITZGERALD 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
SOPHIA BLACK 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.
KATHLEEN FITZGERALD 22 BATTERYMARCH ST. 2ND FLOOR BOSTON, MA 02109	TRUSTEE 1.00	0.	0.	0.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

DIANE SCANLON	TRUSTEE			
22 BATTERYMARCH ST. 2ND FLOOR	1.00	0.	0.	0.
BOSTON, MA 02109				

PERE SELLES	TRUSTEE			
22 BATTERYMARCH ST. 2ND FLOOR	1.00	0.	0.	0.
BOSTON, MA 02109				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>0.</u>	<u>0.</u>	<u>0.</u>
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOAN WHELTON
22 BATTERYMARCH STREET, 2ND FLOOR
BOSTON, MA 02109

TELEPHONE NUMBER

617-451-1744

EMAIL ADDRESS

JWHELTON@CABOTWELLINGTON.COM

FORM AND CONTENT OF APPLICATIONS

REFER TO WEBSITE

[HTTPS://CABOTWELLINGTON.COM/PHILANTHROPY/VIRGINIA-WELLINGTON-CABOT-FOUNDATIO
N/](https://cabotwellington.com/philanthropy/virginia-wellington-cabot-foundation/)

ANY SUBMISSION DEADLINES

APPLICATION DEADLINES ARE FEBRUARY 23 AND AUGUST 10.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE VIRGINIA WELLINGTON CABOT FOUNDATION IS A PRIVATE FAMILY FOUNDATION CREATED IN 1992 BY TOM AND VIRGINIA CABOT. IT WAS THEIR WISH THAT THIS FOUNDATION WOULD BE THE INSTRUMENT THROUGH WHICH THEIR DESCENDANTS COULD ACTIVELY PARTICIPATE IN CARRYING ON THEIR TRADITION OF TRYING TO HELP MAKE THIS A BETTER WORLD.

THE FOUNDATION HAS ESTABLISHED A GIVING POLICY GUIDED AS MUCH BY THE DEGREE OF PERSONAL VOLUNTEER COMMITMENT AS BY SUBJECT MATTER. BENEFICIARIES OF THE FOUNDATION TYPICALLY CONSIST OF ORGANIZATIONS KNOWN TO AND SPONSORED BY THE DESCENDANTS OF TOM AND VIRGINIA CABOT. THE FOUNDATION DOES NOT ACCEPT UNSOLICITED PROPOSALS.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A - 2D (CONTINUATION)

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RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL GRANT REQUESTS MUST BE SPONSORED BY A FAMILY MEMBER AND ARE THEREFORE BY INVITATION ONLY.