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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2018**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/Form990PF) for instructions and the latest information

For calendar year 2018 or tax year beginning

2018, and ending

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Name of foundation

MANTON FOUNDATION

A Employer identification number

13-3636372

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

10 S DEARBORN IL1-0111

866-888-5157

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60603

C If exemption application is pending, check here ☐

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 541,014,415.

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

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	292,399.	325,098.		STMT 1
4	Dividends and interest from securities	13,028,634.	12,207,933.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	16,912,000.			
b	Gross sales price for all assets on line 6a	248,180,165.			
7	Capital gain net income (from Part IV, line 2)		16,912,000.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	9,962,211.	2,974,264.		STMT 3
12	Total Add lines 1 through 11	40,195,244.	32,419,295.		
13	Compensation of officers, directors, trustees, etc.	275,000.			275,000.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	4,521,710.	4,050,887.		470,823.
17	Interest	1,725.	1,725.		
18	Taxes (attach schedule) (see instructions)	1,346,746.	546,362.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 7	1,712,591.	1,840,977.		15,329.
24	Total operating and administrative expenses. Add lines 13 through 23.	7,857,772.	6,439,951.	NONE	761,152.
25	Contributions, gifts, grants paid	27,046,016.			27,046,016.
26	Total expenses and disbursements Add lines 24 and 25	34,903,788.	6,439,951.	NONE	27,807,168.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	5,291,456.			
b	Net investment income (if negative, enter -0-)		25,979,344.		
c	Adjusted net income (if negative, enter -0-)				

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .					
	2 Savings and temporary cash investments . . . . .			47,585,119.	40,917,189.	40,188,983.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶					
	5 Grants receivable . . . . .					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶		NONE			
	8 Inventories for sale or use . . . . .					
	9 Prepaid expenses and deferred charges . . . . .					
	10a Investments - U S and state government obligations (attach schedule) . . . . .	STMT 8.		15,515,079.		
	b Investments - corporate stock (attach schedule) . . . . .	STMT 9.		290,648,482.	247,690,038.	282,468,130.
	c Investments - corporate bonds (attach schedule) . . . . .	STMT 10.		47,357,971.	69,368,193.	66,902,946.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
	12 Investments - mortgage loans . . . . .					
	13 Investments - other (attach schedule) . . . . .	STMT 11.		109,394,137.	143,594,553.	151,454,356.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
15 Other assets (describe ▶ )						
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .			510,500,788.	501,569,973.	541,014,415.	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .				NONE		
<b>Net Assets or Fund Balances</b>	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 . . . . .			510,500,788.	501,569,973.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .					
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .					
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .			510,500,788.	501,569,973.	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .			510,500,788.	501,569,973.	

**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	510,500,788.
2 Enter amount from Part I, line 27a . . . . .	2	5,291,456.
3 Other increases not included in line 2 (itemize) ▶ SALES BASIS ADJ- ROPES & GRAY	3	266,470.
4 Add lines 1, 2, and 3 . . . . .	4	516,058,714.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	14,488,741.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	501,569,973.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(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)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
<b>b OTHER GAINS AND LOSSES</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b> 241,054,406.		231,268,165.	9,786,241.		
<b>b</b> 7,125,759.			7,125,759.		
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			
<b>a</b>			9,786,241.		
<b>b</b>			7,125,759.		
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	16,912,000.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). See instructions If (loss), enter -0- in Part I, line 8 . . . . .			<b>3</b>		

**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	25,587,614.	570,180,102.	0.044876
2016	26,178,199.	517,596,095.	0.050577
2015	29,439,361.	564,457,654.	0.052155
2014	29,174,604.	612,033,517.	0.047668
2013	28,078,300.	581,868,426.	0.048255
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.243531
<b>3</b> 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 . . . . .			<b>3</b> 0.048706
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . . . .			<b>4</b> 578,852,094.
<b>5</b> Multiply line 4 by line 3. . . . .			<b>5</b> 28,193,570.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 259,793.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 28,453,363.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			<b>8</b> 27,807,168.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	519,587.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	NONE
3 Add lines 1 and 2 . . . . .		3	519,587.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	NONE
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	519,587.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . .	6a	522,800.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868). . . . .	6c	435,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d . . . . .	7	957,800.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	438,213.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 438,213. Refunded <input type="checkbox"/> 11	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See 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		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

**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 ► N/A	X	
14 The books are in care of ► JPMORGAN CHASE BANK, NA Telephone no ► (866) 888-8157 Located at ► 10 S DEARBORN ST MC IL1-0017, CHICAGO, IL ZIP+4 ► 60603		
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 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 ►		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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input 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 . . . . . ►		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? . . . . .		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? . . . . . If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? . . . . .		X

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

<b>5a</b>	During the year, did the foundation pay or incur any amount to		Yes	No		Yes	No
(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>b</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				<b>5b</b>		
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>					
<b>c</b>	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 type="checkbox"/>	Yes	<input type="checkbox"/> No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)						
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				<b>6b</b>		X
	If "Yes" to 6b, file Form 8870						
<b>7a</b>	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>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				<b>7b</b>		
<b>8</b>	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. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		275,000.		

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

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

Total number of other employees paid over \$50,000 NONE

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Schafer Cullen Capital 645 5TH AVE. #1201, NEW YORK, NY	INVESTMENT MGMT	81,566.
Real Estate Mgtm Services 1100 5TH AVE, NAPLES, FL	INVESTMENT MGMT	175,422.
JPMorgan Chase 270 PARK AVE, NEW YORK, NY	INV MGMT & CHARITABL	920,786
Ropes & Gray 800 BOYLSTON ST, BOSTON, MA	INVESTMENT MGMT	949,992.
Beach Investment Counsel 300 BARR HARBOR, CONSHOHOCKEN, PA	INVESTMENT MGMT	2,358,714
Total number of others receiving over \$50,000 for professional services . . . . .		<b>NONE</b>

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

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

Expenses

**1** NONE**2****3****4****Part IX-B Summary of Program-Related Investments (see instructions)**

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

Amount

**1** NONE**2**

All other program-related investments See instructions

**3** NONE**Total.** Add lines 1 through 3 . . . . .Form **990-PF** (2018)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	554,468,844.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	33,198,257.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	587,667,101.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	587,667,101.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	8,815,007.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	578,852,094.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	28,942,605.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	28,942,605.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5 . . . . . <b>2a</b>		519,587.
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.) . . . . . <b>2b</b>		61,204.
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	580,791.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	28,361,814.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	28,361,814.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	28,361,814.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26. . . . .	<b>1a</b>	27,807,168.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	27,807,168.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions. . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	27,807,168.

**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 . . . . .				28,361,814.
2 Undistributed income, if any, as of the end of 2018			26,712,820.	
a Enter amount for 2017 only . . . . .		NONE		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013 . . . . .	NONE			
b From 2014 . . . . .	NONE			
c From 2015 . . . . .	NONE			
d From 2016 . . . . .	NONE			
e From 2017 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 27,807,168.				
a Applied to 2017, but not more than line 2a . . . . .			26,712,820.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2018 distributable amount . . . . .				1,094,348.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				27,267,466.
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) . . . . .	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2014 . . . . .	NONE			
b Excess from 2015 . . . . .	NONE			
c Excess from 2016 . . . . .	NONE			
d Excess from 2017 . . . . .	NONE			
e Excess from 2018 . . . . .	NONE			

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

NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

**b** 85% of line 2a . . . . .

**c** Qualifying distributions from Part XII, line 4 for each year listed . . . . .

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test - enter

**(1)** Value of all assets . . . . .

**(2)** Value of assets qualifying under section

4942(j)(3)(B)(i) . . . . .

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .

**c** "Support" alternative test - enter

**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .

**(3)** Largest amount of support from an exempt organization . . . . .

**(4)** Gross investment income . . . . .

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a</b> <i>Paid during the year</i>  SEE ATTACHED				27,046,016.
<b>Total</b>			<b>3a</b>	27,046,016.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			<b>3b</b>	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments .				14	292,399.	
<b>4</b> Dividends and interest from securities . . . . .				14	13,028,634.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory		523000	-88.	18	16,912,088.	
<b>9</b> Net income or (loss) from special events . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a _____						
b SEE STATEMENT 15			189,839.		9,772,372.	
c _____						
d _____						
e _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . .			189,751.		40,005,493.	
<b>13</b> Total Add line 12, columns (b), (d), and (e) . . . . .						40,195,244.

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

[illegible]

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

- | <p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | <table border="1"> <thead> <tr> <th></th><th>Yes</th><th>No</th></tr> </thead> <tbody> <tr> <td><b>1a(1)</b></td><td></td><td>X</td></tr> <tr> <td><b>1a(2)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(1)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(2)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(3)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(4)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(5)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(6)</b></td><td></td><td>X</td></tr> <tr> <td><b>1c</b></td><td></td><td>X</td></tr> </tbody> </table> |    | Yes | No | <b>1a(1)</b> |  | X | <b>1a(2)</b> |  | X | <b>1b(1)</b> |  | X | <b>1b(2)</b> |  | X | <b>1b(3)</b> |  | X | <b>1b(4)</b> |  | X | <b>1b(5)</b> |  | X | <b>1b(6)</b> |  | X | <b>1c</b> |  | X |
|--|--|----|-----|----|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|-----------|--|---|
|  | Yes  | No |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1a(1)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1a(2)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(1)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(2)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(3)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(4)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(5)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1b(6)</b>   |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |
| <b>1c</b>  |  | X  |     |    |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |              |  |   |           |  |   |

[illegible]

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

[illegible]

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

**Sign  
Here**

Dean M. Weston  
Signature of offense contractor

11.12.2019

TRUSTEE

May the IRS discuss this return with the preparer shown below?

See instructions ☒ Yes ☐ No

**Paid**  
**Preparer**  
**Use Only**

Print/Type preparer's name

JACOB J ZEHNDER

Preparer's Signature \_\_\_\_\_

parent's signature \_\_\_\_\_  
S. L. B.

Date	
------	--

11/12/2019

Check ☐ if self-employed

PTIN	
------	--

P01564049

Firm's name

ERNST & YOUNG U.S. LLP

Firm's address

155 N. WACKER

CHICAGO, IL

60606

Phone no

312-879-2000

Form **990-PF** (2018)

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST ON TEMP INV - JPMORGAN	292,399.	325,098.
	-----	-----
TOTAL	292,399.	325,098.
	=====	=====

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AIF VIII PRIVATE INVESTORS (TE), LLC		31.
ALTERNATIVE PROPERTY FUND DOMESTIV I, LP		70.
CLARION PRIVATE INVESTORS, LLC		109,684.
CORE SENIOR LENDING OFFSHORE FUND (PB),		80,484.
CSFR PRIVATE INVESTORS, LLC		885.
ENERGY TRANSFER L.P FKA ENERGY TRANSFER		11,570.
ENERGY TRANSFER PARTNERS THRU ENERGY TRA		18,737.
GENERAL ATLANTIC PARTNERS		109.
MAGELLAN MIDSTREAM PARTNERS LP		993.
NB CROSSROADS FUND XVIII - INSTITUTIONAL		43,607.
SOF VIII PRIVATE INVESTORS (TE) LLC		37,971.
SUNOCO LP THRU ENERGY TRANSFER L		1,478.
THE BLACKSTONE GROUP L.P.		39,165.
THE CARLYLE GROUP LP 5.875% SERIES A PFD		4,174.
USA COMPRESSION PARTNERS LP THRU ENERGY		52.
DIVIDENDS/INTEREST - JPMORGAN	10,523,023.	9,353,312.
DIVIDENDS/INTEREST - ROPES & GRAY	2,505,611.	2,505,611.
	-----	-----
TOTAL	13,028,634.	12,207,933.
	=====	=====

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME	1,110,858.	-107,280.
PFIC ORDINARY INCOME	8,845,473.	3,076,130
FEDERAL REFUNDS	466.	
PROCEEDS FROM CLASS ACTION	5,381.	5,381.
MISC INC- ROPES & GRAY	33.	33.
	-----	-----
TOTALS	9,962,211.	2,974,264
	=====	=====



## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
JPMORGAN CHASE-PHILANTHROPIC S	470,823.		470,823.
JPMORGAN CHASE INV FEES	449,963.	449,963.	
SCHAFER CULLEN CAPITAL INV FEE	81,566.	81,566.	
FIDUCIARY MGMT INC INV FEES	35,230.	35,230.	
R/E MGMT SERVICES INV FEES	175,422.	175,422.	
BEACH INVESTMENT COUNSEL INV F	2,358,714.	2,358,714.	
ROPES & GRAY INV FEES	949,992.	949,992.	
	-----	-----	-----
TOTALS	4,521,710.	4,050,887.	470,823.
	=====	=====	=====

## FORM 990PF, PART I - INTEREST EXPENSE

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST EXPENSE - JPMORGAN	1,725.	1,725.
	-----	-----
TOTALS	1,725.	1,725.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES PAID	546,362.	546,362.
FEDERAL/STATE TAXES PAID	800,384.	
	-----	-----
TOTALS	1,346,746.	546,362.
	=====	=====

## FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
PARTNERSHIP DEDUCTIONS		143,789.	926.
FOREIGN ADR FEES	24,150.	24,150.	
PFIC DEDUCTIONS	1,673,038.	1,673,038.	
NYS CORP TAX	1,000.		
GRAPHIC DESIGNS	7,904.		7,904.
MISC CHARITABLE EXPENSE	6,499.		6,499.
	-----	-----	-----
TOTALS	1,712,591.	1,840,977.	15,329.
	=====	=====	=====

MANTON FOUNDATION

13-3636372

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

=====

DESCRIPTION

-----

SEE STMTS ATTACHED

TOTALS

HCK047 2LC3 11/05/2019 05:30:39

26

STATEMENT 8

MANTON FOUNDATION

13-3636372

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE STMTS ATTACHED	247,690,038.	282,468,130.
	-----	-----
TOTALS	247,690,038.	282,468,130.
	=====	=====

HCK047 2LC3 11/05/2019 05.30:39

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STATEMENT 9

MANTON FOUNDATION

13-3636372

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE STMTS ATTACHED	69,368,193.	66,902,946.
	-----	-----
TOTALS	69,368,193.	66,902,946.
	=====	=====

HCK047 2LC3 11/05/2019 05:30.39

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STATEMENT 10

MANTON FOUNDATION

13-3636372

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE STMTS ATTACHED	C	143,594,553.	151,454,356.
		-----	-----
TOTALS		143,594,553.	151,454,356.
		=====	=====

HCK047 2LC3 11/05/2019 05:30.39



FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
ROC ADJUSTMENT	1,647,420.
PRIVATE INVESTOR BASIS ADJUSTMENTS	12,841,321.
	-----
TOTAL	14,488,741.
	=====

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

## =====

## OFFICER NAME:

SANDRA T MORTON NILES

## ADDRESS:

270 PARK AVE

NEW YORK, NY 10017

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 175,000.

## OFFICER NAME:

JULIA G MORTON KRAPF

## ADDRESS:

270 PARK AVE

NEW YORK, NY 10017

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 100,000.

## OFFICER NAME:

DIANA H MORTON

## ADDRESS:

270 PARK AVE

NEW YORK, NY 10017

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

## OFFICER NAME:

MARTIN HALL

## ADDRESS:

270 PARK AVE

NEW YORK, NY 10017

## TITLE:

ADMIN TRUSTEE-AS OF 11/30/2018

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

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

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OFFICER NAME:

WINIFRED LI

ADDRESS:

800 BOYLSTON ST

BOSTON, MA 02199

TITLE:

ADMIN TRUSTEE-UNTIL 11/30/2018

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

TOTAL COMPENSATION:

275,000.

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## FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

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DESCRIPTION -----				AMOUNT -----	RELATED OR EXEMPT FUNCTION INCOME -----
PARTNERSHIP INCOME	523000	189,839.	14	921,019.	
PFIC ORDINARY INCO			14	8,845,473	
FEDERAL REFUND			14	466.	
PROCEEDS FROM CLAS			1	5,381.	
MISC INC-ROPES & G			14	33.	

Trust Name : Manton Foundation

FEIN 13-3636372

Tax Year End : 12/31/2018

Form 990PF, Part XV, Line 3a

Recipient Name	Recipient Address	Recipient City	Recipient State	Recipient ZIP Code	Recipient Relationship to foundation	Tax Status	Approved Purpose	Payment Amount
Appalachian Mountain Club	10 City Square, Ste 2	Boston	MA	02129	NONE	PC	To expand preservation and active stewardship of the Bay Circuit Trail	\$105,000
Boston Children's Chorus	20 Old Colony Avenue	Boston	MA	02127	NONE	PC	For general support	\$50,000
Boys & Girls Club of Fall River	PO Box 5155	Fall River	MA	02723	NONE	PC	For construction of the new main pool, a new bathroom, a new septic system, and required site work	\$530,000
Boys & Girls Club of Greater New Bedford	166 Jenney Street, PO Box 1506	New Bedford	MA	02740	NONE	PC	For a new steam pipe	\$15,000
Brain Injury Association of Vermont	PO Box 482	Westbury	VT	05676	NONE	PC	For ongoing education, outreach and support activities	\$43,800
Broad Institute	415 Main Street	Cambridge	MA	02142	NONE	PC	For the Immune Cell Atlas 2.0 Project	\$2,077,000
Children's Hospital Corporation	dba Boston Children's Hospital, 401 Park Drive, Suite 602	Boston	MA	02215-3354	NONE	PC	For the Training and Access Project as part of the Children's Hospital Neighborhood Partnership	\$514,472
City Year New Hampshire	848 Elm Street, Suite 201	Manchester	NH	03101	NONE	PC	General support	\$100,000

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Community Foundation of Southeastern Massachusetts	128 Union Street, Suite 403	New Bedford	MA	02740	NONE	PC	For tech infrastructure improvements	\$150,190
Community Servings	Joan H Parker Building, 18 Marbury Terrace	Jamaica Plain	MA	02130	NONE	PC	For Food Campus (\$500k outright and \$500k as a 1 1 challenge)	\$500,000
Community Servings	Joan H Parker Building, 18 Marbury Terrace	Jamaica Plain	MA	02130	NONE	PC	For Food Campus (\$500k outright and \$500k as a 1 1 challenge)	\$500,000
Creative Haverhill, Inc	PO Box 205	Haverhill	MA	01831	NONE	PC	For the capital campaign to restore the 1891 school into the Cogswell Art Center, a community Artspace	\$100,000
Dana Hall School	45 Dana Road	Wellesley	MA	02482	NONE	PC	For an assessment of the Advancement Office and feasibility study for a potential capital campaign	\$150,000
Dana Hall School	45 Dana Road	Wellesley	MA	02482	NONE	PC	To be added to the Manton Foundation Fund for Financial Aid established on July 31, 2015	\$500,000

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Dartmouth College	6010 Parkhurst Hall, Suite 204	Hanover	NH	03755	NONE	PC	To add additional funds to the eight financial aid endowments created in 2015 per the terms of the grant agreement fully executed between The Manton Foundation and Dartmouth College on September 22, 2015	\$500,000
deCordova Sculpture Park and Museum	51 Sandy Pond Road	Lincoln	MA	01773	NONE	PC	To strenthen and catalyze deCordova	\$100,000
deCordova Sculpture Park and Museum	51 Sandy Pond Road	Lincoln	MA	01773	NONE	PC	To strenthen and catalyze deCordova	\$150,000
First Literacy, Inc	160 Boylston Street	Boston	MA	02116	NONE	PC	For general operating support	\$50,000
Gleason Public Library	22 Bedford Road, P O Box 813	Carlisle	MA	01741	NONE	PC	Historical curation project	\$21,195

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Hamilton College	198 College Hill Rd	Clinton	NY	13323	NONE	PC	For the permanent endowment for need-based financial aid	\$500,000
Harris Hill Ski Jump, Inc	P O Box 8284	Brattleboro	VT	05304	NONE	PC	For the Junior Jumping Program	\$52,000
Institute for Advanced Study	1 Einstein Drive	Princeton	NJ	08540-0631	NONE	PC	For renewed support of the IAS/Park City Mathematics Institute's Teach Leadership Program	\$440,672
Island Institute	386 Main Street	Rockland	ME	04841-0648	NONE	PC	For the Broadband for Island & Coastal Sustainability project	\$175,000
Lincoln Center for the Performing Arts, Inc	70 Lincoln Center Plaza	New York	NY	10023	NONE	PC	For Lincoln Center Education's Summer Forum and to provide Professional Development at the Massachusetts Public Schools	\$256,000
Maine Robotics	30 Main Street, #1	Orono	ME	04473	NONE	PC	For the FIRST LEGO League program	\$55,000



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Massachusetts Institute of Technology	Picower Institute for Learning and Memory, 43 Vassar Street, 46-1303	Cambridge	MA	02139-4307	NONE	PC	For continued support of the Center for Gynepathology Research	\$650,000
McLean Hospital	115 Mill Street, Mail Stop 222	Belmont	MA	02478-1064	NONE	PC	For a Clinical Evaluation Center Patient/Family Introductory Video (\$35,000 in one year) and for the McLean Hospital Patient and Family Navigator (\$265,000 over three years)	\$88,333
New York Botanical Garden	2950 Southern Boulevard	Bronx	NY	10458	NONE	PC	For Saving the American Ash	\$115,000
North Bennet Street School	150 North Bennet Street	Boston	MA	02109	NONE	PC	For the Lives & Livelihoods Campaign	\$1,000,000
North Bennet Street School	150 North Bennet Street	Boston	MA	02109	NONE	PC	For the Lives & Livelihoods Campaign	\$1,000,000
Project Gutenberg Literacy Archive Foundation	809 North 1500 West	Salt Lake City	UT	84116	NONE	PC	For functional framework enhancements (\$75,000), housing enhancements at Biblio (\$160,000), and additional projects	\$275,000
Restoration Project, Inc	334 Pleasant Street	Belmont	MA	02478	NONE	PC	For general operating support	\$30,000

Trust Name . Manton Foundation

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Schooner Ernestina-Morrissey Association, Inc	P O Box 2995	New Bedford	MA	02741-2995	NONE	PC	1 1 challenge grant to restore the Ernestina-Morrissey	\$110,000
Schooner Ernestina-Morrissey Association, Inc	P O Box 2995	New Bedford	MA	02741-2995	NONE	PC	1 1 challenge grant to restore the Ernestina-Morrissey	\$100,000
Service to School	300 3rd Street, Apt 919	San Francisco	CA	94107	NONE	PC	To expand the for VetLink program	\$50,000
Southcoast Health System	101 Page Street	New Bedford	MA	02740	NONE	PC	For the Center for Women's Health in Fall River	\$750,000
St Mark's School of Southborough	25 Marlborough Road	Southborough	MA	01772	NONE	PC	To add additional funds to the permanent endowment for financial aid created in 2015 per the terms of the grant agreement fully executed between the Manton Foundation and St Mark's School of Southborough on July 7, 2015	\$500,000

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Stone Barns Center for Food & Agriculture	630 Bedford Road	Pocantico Hills	NY	10591	NONE	PC	Entrepreneurship Intensive for Farmers	\$100,000
The American Chestnut Foundation	50 North Merrimon Ave, Ste 115	Asheville	NC	28801	NONE	PC	For continued support of your work in New England	\$50,000
The Fenn School	516 Monument St	Concord	MA	01742-1894	NONE	PC	(2015) for an endowment for financial aid structured as a \$500,000 outright gift and a \$500,000 1 1 challenge grant (2018) Additional \$500,000 added to the endowment	\$500,000
The Groton School	P O Box 991	Groton	MA	01450-9986	NONE	PC	To add additional funds to the permanent endowment for financial aid created in 2015 per the terms fo the grant agreement fully executed between The Manton Foundation and Groton School on June 22, 2015	\$500,000

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The Hotchkiss School	11 Interlaken Road	Lakeville	CT	06039	NONE	PC	For the permanent endowment for need-based financial aid	\$500,000
The Livestock Conservancy Inc	PO Box 477	Pittsboro	NC	27312	NONE	PC	For conservation of heritage livestock in the Northeast	\$135,000
The Nature Conservancy	55 Church Street, 3rd Floor	New Haven	CT	06510-3029	NONE	PC	For Restoring the Dutch Elm Disease-Tolerant American Elm in the Eastern United States	\$339,678
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$1,900
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$3,156
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$838
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$6,913

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<b>Recipient Name</b>	<b>Recipient Address</b>	<b>Recipient City</b>	<b>Recipient State</b>	<b>Recipient ZIP Code</b>	<b>Recipient Relationship to foundation</b>	<b>Tax Status</b>	<b>Approved Purpose</b>	<b>Payment Amount</b>
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$1,300
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$2,238
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$2,425
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$1,063
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For the Manton Scholars	\$455,000
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$5,880
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$1,138
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$4,100

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The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$1,375
The Philanthropic Initiative	75 Arlington Street, Suite 710	Boston	MA	02116	NONE	PC	For professional services rendered for the Manton Scholars program	\$675
The Sterling and Francine Clark Art Institute	225 South St	Williamstown	MA	01267	NONE	PC	For the Research and Academic Program assistant director and training and development of Clark staff	\$145,000
The Theriogenology Foundation	761 Tiget Oak Drive	Pike Road	AL	36064	NONE	PC	For the Working Dog Project	\$200,000
The Trustees of Reservations	Moose Hill Farm, 396 Moose Hill Street	Sharon	MA	02067	NONE	PC	For planning for the Boston Waterfront Initiative	\$250,000
Town of Westport	2061 Main Road	Westport	MA	02790	NONE	GOV	To Shellfish propagation efforts in Westport, MA	\$100,000
Trustees of the Smith College	76 Elm Street	Northampton	MA	01063	NONE	PC	For the permanent endowment for need-based financial aid	\$500,000

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University of Vermont and State Agricultural College Foundation	411 Main Street, Grasse Mount	Burlington	VT	05401	NONE	PC	For the UVM Morgan Horse Farm	\$450,000
Voices of Ascension	12 West Eleventh Street	New York	NY	10011-8695	NONE	PC	For endowment	\$823,500
Washington Square Park Conservancy	P O Box 1624, Cooper Station	New York	NY	10276	NONE	PC	For the Community Development Director	\$100,000
Williams College	75 Park Street	Williamstown	MA	01267	NONE	PC	To provide an endowment for Graduate Art Fellowship	\$500,000
Williams College	75 Park Street	Williamstown	MA	01267	NONE	PC	For renovations to Fort Hoosac	\$5,000,000
Worcester Art Museum	55 Salisbury Street	Worcester	MA	01609	NONE	PC	Vision 2020	\$250,000
Yale University	Office of Development, P O Box 2038	New Haven	CT	06521-2038	NONE	PC	To create a permanent endowment to provide financial aid to students within the Graduate School of Arts & Sciences	\$500,000

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