OGE Form 278 (Rev. 12/2011)

Executive Branch Personnel PUBLIC FINANCIAL DISCLOSURE REPORT

Form Approved: OMB No. 3209 - 0001

5 C.F.R. Part 2634 U.S. Office of Government Ethics Date of Appointment, Candidacy, Election, Calendar Year Reporting Termination Termination Date (If Appli-Incumbent New Entrant. Fee for Late Filing or Nomination (Month, Day, Year) Covered by Report Nominee, or Candidate cable) (Month, Day, Year) Status Filer Any individual who is required to file (Check Appropriate this report and does so more than 30 days Boxes) after the date the report is required to be Last Name First Name and Middle Initial filed, or, if an extension is granted, more Reporting than 30 days after the last day of the Individual's Name Romney W. Mitt filing extension period, shall be subject to a \$200 fee. Title of Position Department or Agency (If Applicable) Position for Which Candidate for President Filing Reporting Periods Incumbents: The reporting period is the preceding calendar year except Part Address (Number, Street, City, State, and ZIP Code) Telephone No. (Include Area Code) Location of II of Schedule C and Part I of Schedule D Present Office 585 Commercial Street, Boston, MA 02109 857-288-3500 where you must also include the filing (or forwarding address) year up to the date you file. Part II of Schedule D is not applicable. Title of Position(s) and Date(s) Held Position(s) Held with the Federal Government During the Preceding Termination Filers: The reporting 12 Months (If Not Same as Above) period begins at the end of the period covered by your previous filing and ends at the date of termination. Part II of Name of Congressional Committee Considering Nomination Do You Intend to Create a Qualified Diversified Trust? Schedule D is not applicable. Presidential Nominees Subjec to Senate Confirmation Not Applicable Nominees, New Entrants and Candidates for President and Vice President: Certification Signature of Reporting Individual Date (Month, Day, Year) I CERTIFY that the statements I have Schedule A-The reporting period made on this form and all attached for income (BLOCK C) is the preceding schedules are true, complete and correct calendar year and the current calendar June 1, 2012 to the best of my knowledge. year up to the date of filing. Value assets as of any date you choose that is within Signature of Other Reviewer Date (Month, Day, Year) Other Review 31 days of the date of filing. (If desired by agency) Schedule B-Not applicable. Schedule C, Part I (Liabilities)-The Agency Ethics Official's Opinion Signature of Designated Agency Ethics Official/Reviewing Official Date (Month, Day, Year) reporting period is the preceding calendar year and the current calendar year up to On the basis of information contained in this any date you choose that is within 31 days report, I conclude that the filer is in compliance of the date of filing. with applicable laws and regulations (subject to any comments in the box below). Schedule C. Part II (Agreements or Signature Date (Month, Day, Year) Office of Government Ethics Arrangements)-Show any agreements or arrangements as of the date of filing. Use Only Schedule D-The reporting period is the preceding two calendar years and Comments of Reviewing Officials (If additional space is required, use the reverse side of this sheet) the current calendar year up to the date — aveb to radmun abalance and selected the selection of t of filing. Agency Use Only 2012 JUN -1 PM 4: 24 OGE Use Only (Check box if comments are continued on the reverse side)



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Do not complete Schedule B if you are a new entrant, nominee, or Vice Presidential or Presidential Candidate

Reporting Individual's Name Romney, W. Mitt	SCHEI	DULE B					Page Nun	nber 10 of	12	
Example Central Airlines Common 1 Not applicable 2 3 4 5 5 *This category applies only if the underlying and the contract of the contract of the category applies only if the underlying and the category applies and the category applies and the category applies and the category applies and the category applies and the category applies and the category applies and the category applies and the category applies and the category and the category applies and the category applies and the category applies and the category and the category applies and the cate	you, your spouse, or dependent child. Check the "Certificate of divestiture" block to indicate sales made pursuant to a	None Transaction Type (x) So So So So So So So So So So So So So S	Date (Mo., Day, Yr.) 2/1/99 ving asset is es appropriate	ither held	\$ \$50,001 - \$ \$1,00,000 \$250,000	ount of Tr 0000'0058 0000'0058	ansaction - 1000000011 - 100000011 - 100000011 - 100000011 - 1000001 - 1000001 - 1000001 - 1000001 - 100001 - 100001 - 1000001 - 1000001 - 100001 - 100001 -		\$50,000,000 \$50,000,000 \$50,000,000	Certificate of divestiture
Part II: Gifts, Reimbur For you, your spouse and dependent child tion, and the value of: (1) gifts (such as ta food, or entertainment) received from one (2) travel-related cash reimbursements re than \$350. For conflicts analysis, it is hel as personal friend, agency approval under authority, etc. For travel-related gifts and dates, and the nature of expenses provide	e source totaling more than \$350 and independence of the depth of the	es. Government yed from relative endent of their ponor's residence value from one ther exclusions.	es; received relationship	by your s	pouse or or or or or or or or or or or or or	lepender as perso	nt child t mal host	otally oitality	at ne ons	
Examples Nat'1 Assn. of Rock Collectors, NY, NY Frank Jones, San Francisco, CA	Airline ticket, hotel room & meals incident to natio	Brief Descri		l activity un	related to c	luty)			Value \$500 \$385	
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OGE Form 278 (Rev. 12/2011) 5 C.F.R. Part 2634 U.S. Office of Government Ethics

Reporting	Individuai's Name										Page:	Numbe	r		
Romney,	∕V. Mitt	S	CHED	ULE C	3							11/1	1 of 1	2	4
Report 1 to any o	I: Liabilities labilities over \$10,000 owed ne creditor at any time	a mortgage on your personal residence unless it is rented out; loans secured by automobiles, household furniture	None [Catego	ry of A	mount	or Va	lue (x)			
your spe Check th	he reporting period by you, ouse, or dependent children. he highest amount owed he reporting period. Exclude	or appliances; and liabilities owed to certain relatives listed in instructions. See instructions for revolving charge accounts.	Date	Interest	Term if	\$10,001 - \$15,000	\$50,000 \$50,001 - \$100,000	\$100,001- \$250,000	50,001 = 50,000	\$500,001 -	0)ver \$1(000)000	\$1,000,001- \$5,000,000	000,001 5,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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<u> </u>	John Jones, Washington, DC	Promissory note	1999	10%	on demand		SF 734.4		X						
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*This ca	tegory applies only if the liability is	solely that of the filer's spouse or dependent child k the other higher categories, as appropriate.	ren. If the li	ability is th	hat of the fi	er or a jo	int liabil	ity of t	he file	r	1044 1945.6			1	884-2997A
	II: Agreements or	•													
employe	e benefit plan (e.g. pension, 40)	ts for: (1) continuing participation in an lk, deferred compensation); (2) continua- including severance payments); (3) leaves			4) future e ns for any							ng th	-	ort- None	X
	Status and To	erms of any Agreement or Arrangement						Partie						Da	ate
Example	Pursuant to partnership agreement, calculated on service performed thr	will receive lump sum payment of capital account & prough 1/00.	artnership sh	are	Doe Jones	& Smith,	Hometown	ı, State						7/	85
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Re	porting Individual's Name				Page Number				
Ro	mney, W. Mitt		SCHEDULE D	12 of 12					
Re sat tru	art I: Positions Held port any positions held during the apped or not. Positions include but are rustee, general partner, proprietor, repy corporation, firm, partnership, or of	pplicable reporting period, whethe not limited to those of an officer, do presentative, employee, or consult;	r compen- lirector, social, fraternal, or political ant of nature.	institution. Exclude positions entities and those solely of an	with religious honorary				
	Organization (Name	and Address)	Type of Organization	Position Held	From (Mo., Yr.)	To (Mo.,Yr.)			
Fya	Nat'l Assn. of Rock Collectors, NY, NY		Non-profit education	President	6/92	Present			
	Doe Jones & Smith, Hometown, State		Law firm	Pariner	7/85	1/00			
1	Irrevocable trust		Trust established to hold extended family vacation property	Trustee	12/1991	Present			
2	Marriott International		Hotel Company	Director	01/2009	1/2011			
3									
4									
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Re bu th	art II: Compensation port sources of more than \$5,000 consiness affiliation for services provide reporting period. This includes the rporation, firm, partnership, or othe	ompensation received by you or you and directly by you during any one mames of clients and customers of	year of you directly provided the services generating a fee or	payment of more than \$5,000.	ion Filer, o dential Cano You	r Vice			
	Source (Name an	nd Address)	Brie	ef Description of Duties					
Exc	mples Doe Jones & Smith, Hometown, State Metro University (client of Doe Jones & S	Smith), Moneytown, State	Legalservices Legal services in connection with university constr	ruction					
1	Not applicable								
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	Valuation											Type Amount												7			
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Attachment A Page 2 of 3

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Schedule C, Part I Response

Some investments in private equity and similar funds disclosed on Schedule A (the "Funds") are made pursuant to agreements of limited partnership, subscription agreements and/or other similar documentation that could be characterized as creating liabilities for capital calls or other payments to be made by investors. Such documentation is typically dated on or about the date of organization of the Fund or the date of the investment, which dates vary. The payments generally do not bear interest, and are due upon demand by the Fund. In the case of Funds for which there is expected to be a capital call for future investments, the following table lists the Funds and the maximum expected future liability for such capital calls, where that liability is over \$10,000:

Fund Category	Amount
A. Ann Romney Blind Trust	
GGC INVESTMENT ANNEX FUND II, LP	Between \$100,001 and \$250,000
GGC INVESTMENT FUND II, LP	Between \$15,001 and \$50,000
GGC INVESTMENTS II (BVI), L.P.	Between \$15,001 and \$50,000
GGC INVESTMENTS II, LLC	Between \$15,001 and \$50,000
GGC INVESTMENTS II-A ADJUNCT (BVI), LP	Between \$10,001 and \$15,000
GGC INVESTMENTS II-A, LP	Between \$10,001 and \$15,000
GOLDEN GATE CAPITAL OPPORTUNITY FUND LP	Between \$100,001 and \$250,000
GS CAPITAL PARTNERS III LP	Between \$100,001 and \$250,000
WHITEHALL STREET GLOBAL REAL ESTATE LP 2007	Between \$100,001 and \$250,000
WHITEHALL STREET REAL ESTATE FUND IX/X	Between \$15,001 and \$50,000
WHITEHALL STREET REAL ESTATE FUND XI/XII	Between \$100,001 and \$250,000
SOLAMERE FOUNDERS FUND I-B, L.P.	Over \$1,000,000
B. W. Mitt Romney IRA	
SANKATY CREDIT OPPORTUNITIES IV	Between \$250,001 and \$500,000



W. MITT ROMNEY

Notes to OGE Form 278, Schedule A

Other than assets and income sources listed on page 1 of Schedule A, all of the assets listed in this Report are held by the W. Mitt Romney Blind Trust, the Ann D. Romney Blind Trust, Mr. Romney's IRA or Mrs. Romney's IRA (collectively, the "Reporting Entities"). In each case, R. Bradford Malt, as Trustee (the "Trustee"), has complete investment discretion over the assets held by these investment vehicles, except where the Trustee has delegated that discretion to third party investment managers.

The management of the assets of the Reporting Entities was deemed blind by the Massachusetts State Ethics Commission. Since January 1, 2003, neither Mr. Romney nor Mrs. Romney has had any control over any of the assets acquired or disposed of by the Reporting Entities.

In instances where the asset is a fund that is not an excepted investment fund, the Reporting Entities have requested, and reported to the extent available, information about the identity of the underlying holdings of the fund and value and income amounts for these underlying holdings. Value and income amounts reported for underlying holdings are part of, and not in addition to, value and income amounts reported for the fund.

- 1. The interest of the Reporting Entities in the underlying positions managed by Thornburg Investment Management has been sold. Where applicable, the underlying investments and income type and amount generated by them at or prior to sale are reported on page 1 of the Attachment. This was a separately-managed account in which all investment decisions were made by Thornburg, as manager, and not by Mr. Romney, by any of the Reporting Entities, or by the Trustee.
- 2. The interest of the Reporting Entities in GS Private Client Portfolio has been sold. Where applicable, the underlying investments and income type and amount generated by them at or prior to sale are reported on page 2 of the Attachment. This was a separately-managed account in which all investment decisions were made by Goldman Sachs, as manager, and not by Mr. Romney, by any of the Reporting Entities, or by the Trustee.
- 3. The total asset values for Select Commodity Strategies, LLC, reported on page 3 and Goldman Sachs Hedge Fund Partners II, LLC, reported on page 5, are reported as of March 31, 2012, and the total income amount for these funds is reported as of December 31, 2011, which are the most recent dates for which such information is available to the Reporting Entities. The Reporting Entities have requested information about underlying holdings of the funds and value and income amounts for these holdings. However, the fund managers have informed the Reporting Entities that this information is confidential and proprietary, and have declined to provide such information.
- 4. The total asset value and total income amount for Sun Venture Capital Partners I LP, reported on page 3, are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities. The term of this fund has expired, and all remaining assets have been transferred by the fund to an escrow



account for the benefit of former partners of the fund. The fund believes that the fund investments reported on Schedule A of Mr. Romney's 2011 Public Financial Disclosure Report do not have any significant remaining value and are below applicable reporting thresholds; the value shown on Schedule A of this Report relates to a right to receive future payments with respect to Duff & Phelps, a prior portfolio company that has been sold.

- 5. The interest of the Reporting Entities in Goldman Sachs 2002 Exchange Place Fund LP listed on page 5 has been redeemed. The income reported represents primarily taxable gain realized on redemption of the investment.
- 6. For the limited partnership Elliott Associates, LP reported on page 5, the total asset value and total income amount are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities. The Reporting Entities have requested information about underlying holdings of this limited partnership and value and income amounts for these holdings. However, the manager has informed the Reporting Entities that this information is confidential and proprietary, and has declined to provide such information.
- 7. For the limited partnership Solamere Founders Fund I-B, LP reported on page 5, the total asset value and total income amount are reported as of March 31, 2012, which is the most recent date for which such information is available to the Reporting Entities. The Reporting Entities have requested information about underlying holdings of this limited partnership and value and income amounts for these holdings. However, the manager has informed the Reporting Entities that this information is confidential and proprietary, and has declined to provide such information.
- 8. For the limited partnership ABRY Broadcast Partners II, LP (ABRY II), reported on page 5, the total asset value and total income amount are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities. ABRY II currently owns only one investment, Nexstar Broadcasting Group, Inc., so all income and asset value is attributable to this investment.
- 9. For the various Golden Gate Capital limited partnerships reported on page 5 (including the CCG and GGC investments), the total asset value and the total income amount are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities. The Reporting Entities have requested information about underlying holdings of these limited partnerships and value and income amounts for these holdings. However, the managers have informed the Reporting Entities that this information is confidential and proprietary, and have declined to provide such information.
- 10. Mr. Romney retired from Bain Capital on February 11, 1999 to head the Salt Lake Organizing Committee. Since February 11, 1999, Mr. Romney has not had any active role with any Bain Capital entity and has not been involved in the operations of any Bain Capital entity in any way. The investments reported on pages 5-8 of Schedule A of



this Report were made pursuant to an agreement with Bain Capital regarding Mr. Romney's retirement from Bain Capital (the "Agreement"). The Agreement has expired, but the Reporting Entities retain certain investments identified on this Report pursuant to investments made prior to expiration of the Agreement, and it is also possible that the Reporting Entities may receive ordinary course true-up payments under the Agreement with respect to periods prior to the expiration date of such Agreement. All of such investments are passive in nature.

- 11. The total asset value and total income amount for these investments are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities, and are listed under the name of the entity of economic substance associated with such investments, all as furnished to the Reporting Entities by the fund managers. The Reporting Entities have requested information about underlying holdings of these investments and value and income amounts for these underlying holdings. However, the fund managers have informed the Reporting Entities that this information is confidential and proprietary, and have declined to provide such information.
- 12. The asset value and income amount for this investment, which is an investment in an entity that operates an investment advisory business, are reported as of December 31, 2011, which is the most recent date for which such information is available to the Reporting Entities. Income reflects estimated ordinary course true-up payments under the Agreement with respect to periods prior to the expiration date of such Agreement, although the final amount of the true-up has not yet been determined and all or part of this income may be received after the reporting period covered by this Report.
- 13. These investments are non-operating entities owned by the Reporting Entities which formerly operated investment advisory businesses, and which were wound up following the expiration date of the Agreement. The income amounts for these investments are reported as of the date of their liquidation. Income reflects ordinary course true-up payments under the Agreement with respect to periods prior to the expiration date of such Agreement.
- 14. This item reflects a charitable remainder unitrust established by Mr. Romney in 1996 for the benefit of charity. The trustee is R. Bradford Malt, and the sole asset of the trust is the Federated US Treasury Cash Reserve Fund listed in Schedule A beneath the trust. Mr. Romney retains the right during his lifetime to a quarterly distribution in a fixed percentage of the asset value of the trust, and the amount of this distribution during the reporting period is reflected as income in Block C opposite the trust's name. Mr. Romney does not have any other interest in the trust, and upon his death all of the trust's assets will be distributed to charity.
- 15. The Reporting Entities have endeavored to list true, accurate and complete information about all investments known to them. In some cases, this requires information to be furnished by third parties, and in such cases the Reporting Entities have relied on the information furnished by third parties. To the extent known to the Reporting Entities,



investments are listed in Schedule A under the name of the entity of economic substance associated with such investments to increase transparency. Third parties have not yet furnished the Reporting Entities with complete tax information for the year ended December 31, 2011, and in some cases there may be differences between tax forms and Schedule A due to differences in reporting rules or information that is furnished to the Reporting Entities after the date of this filing. The Reporting Entities do not expect any such differences to be material.

