

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Sentinel Mid Cap Fund		2 Issuer's employer identification number (EIN) [REDACTED]	
3 Name of contact for additional information Sentinel Investor Services	4 Telephone No. of contact 800-282-3863	5 Email address of contact service@sentinelinvestments.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact One National Life Drive		7 City, town, or post office, state, and Zip code of contact Montpelier, VT 05604	
8 Date of action March 30, 2016		9 Classification and description Multiple classes of shares issued by a single mutual fund/regulated investment company.	
10 CUSIP number See attachment.	11 Serial number(s)	12 Ticker symbol See attachment.	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **After the close of business on March 30, 2016, the Sentinel Mid Cap Fund (the "Acquired Fund") merged into the Sentinel Small Company Fund (the "Acquiring Fund") in a tax-free reorganization. The reorganization comprised: (1) the transfer of all of the assets of the Acquired Fund in exchange for the Acquiring Fund shares and assumption by the Acquiring Fund of the Acquired Fund's liabilities; and (2) the distribution of those Acquiring Fund shares by the Acquired Fund pro rata to its shareholders in complete liquidation and termination of the Acquired Fund. As a result of this reorganization, Acquired Fund shareholders of all classes surrendered their Acquired Fund shares in exchange for Acquiring Fund shares of the corresponding class equal in value to the net asset value of the Acquired Fund shares surrendered as of March 30, 2016. See attachment for more details.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **See attachment.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **See attachment.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See attachment.

Blank lines for listing Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See attachment.

Blank lines for providing information on loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attachment.

Blank lines for providing other necessary information.

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ _____ Date ▶ _____

Print your name ▶ **Scott G. Wheeler** Title ▶ **Assistant VP & Assistant Treasurer**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Attachment Form 8937 Lines 10, 12, 14, 15, 16

Merger Details

Sentinel Mid Cap Fund (Acquired Fund)				Sentinel Small Company Fund (Acquiring Fund)				Merger Ratio
CUSIP	Ticker	Class	NAV	CUSIP	Ticker	Class	NAV	
817270-50-7	SNTNX	A	16.8418	817270-80-4	SAGWX	A	4.4854	3.75480448
817270-59-8	SMGCX	C	11.9737	817270-57-2	SSCOX	C	2.9508	4.05778094
81728B-76-7	SIMGX	I	17.5560	81728B-82-5	SIGWX	I	4.7962	3.66039781

NAVs shown are as of immediate prior to the merger.

Merger Ratio is the number of Acquiring Fund shares received per one Acquired Fund share surrendered.

Effect of Basis

In General: Each shareholders has an aggregate basis in Acquiring Fund shares received in the merger equal to the aggregate basis of that shareholders Acquired Fund shares surrendered in the merger.

Average Basis Shareholders: For a shareholder using the average basis formula, his/her basis immediately following the merger in a particular Acquiring Fund share received in the merger equals his/her aggregate basis in that class of shares (including the basis carried over from the Acquired Fund shares of the corresponding class surrendered in the merger) divided by his/her total number of shares owned of that class.

Non-Average Basis Shareholders: For a shareholder who does not use the average basis method but had the same basis in each of his/her Acquired Fund shares of the same class immediately prior to the merger (i.e., because his/her Acquire Fund shares of that class were purchased at a single price in a single transaction), the basis of each Acquiring Fund:

- Class A share received is equal to 26.63255% of the basis of each Acquired Fund Class A share surrendered.
- Class C share received is equal to 24.64401% of the basis of each Acquired Fund Class A share surrendered.
- Class I share received is equal to 27.31943% of the basis of each Acquired Fund Class A share surrendered.

A shareholder who did not have the same basis in each of his/her Acquired Fund shares of a particular class determines the basis of each of his/her Acquiring Fund shares received in accordance with Treas. Reg. section 1.358-2.

Shareholders should consult IRS Publication 550 and their tax advisors for more information.