FIRST COMMONWEALTH MORTGAGE

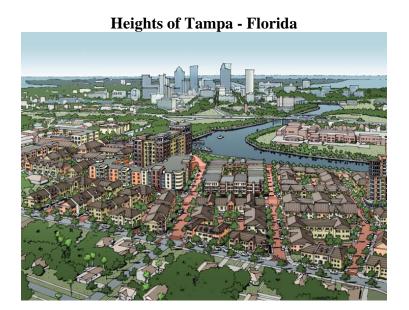
TRUST

2007 ANNUAL REPORT

TO OUR SHAREHOLDERS:

We are pleased to report that First Commonwealth Mortgage Trust ("FCMT") had another successful year in 2007. As reflected in the financial statements appearing at the end of this report audited by Melton & Melton, L.L.P, for the year ending December 31, 2007, gross revenues of \$1,544,183 resulted in net income of \$1,269,008 or \$0.91 per share. The primary reason these amounts are lower than the corresponding figures for the prior year is that FCMT had significant cash on hand for much of the year. Although the yield on the short term investments has improved considerably in the last few years, current yields are approximately nine percentage points less than the average yield on FCMT's mortgage portfolio.

An important part of FCMT's mortgage portfolio involves Heights of Tampa ("HOT") which is an assemblage of approximately 50 acres in Tampa, Florida situated along the Hillsborough River and north of the downtown business district. The property is located to the west of the new Stetson Law School building which also houses a state appellate court. Set out below is an architect's rendition of how HOT could look when fully developed.



As of the date of this report, discussions are continuing relative to the construction of an office building near the new ramp off Interstate 275. There is also a developer that may be interested in a supermarket anchored shopping center in HOT. There is, of course, no assurance that discussions will result in definitive agreements. Regarding residential development in HOT, there presently is a back log of housing in the Tampa market, so there are no immediate plans to build any single or multiple dwelling units.

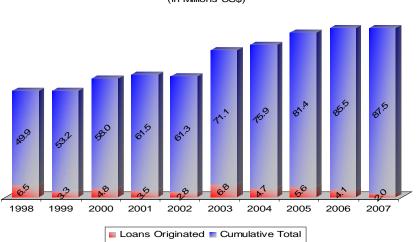
Prior FCMT reports to shareholders discussed problems being experienced with two loans secured by mortgages on motels in San Antonio, Texas. We are please to report that one of the loans was refinanced by the borrower in 2007 and FCMT recouped all of the funds it had invested. There was a loss on accrued interest that was not paid but the amount was within the reserve established in prior years. The borrower on the other motel loan has resumed making scheduled monthly payments.

The current balance of bad debt reserve reflects management's estimate of the amount required to maintain an allowance adequate to reflect the risks inherent in the loan portfolio.

The so-called "sub prime mortgage crisis" relates, in part, to adjustable rate mortgage loans that covered most of the price of single family homes, many of which are on homes located in areas where housing prices have escalated at rates higher that the national average. As the low initial interest rates were scheduled to be reset to higher rates, some home owners were faced with monthly payments they could not afford and declining home values precluded refinancing. FCMT is not in this segment of the mortgage business. It does not make adjustable interest rate loans; and generally does not make residential loans; moreover, FCMT's loan policies require that a loan can not exceed 80% of the value of the mortgaged property unless there is other collateral. Many of FCMT's investments are so-called *bridge loans* or mezzanine financing where a borrower needs short term financing, often to rehab real estate projects, and intends to replace the loan later with long term permanent financing.

Although FCMT's fixed interest rates are often higher than those quoted by other lenders, the borrower's total costs for a short term loan generally are competitive because FCMT doesn't charge excessive points or require borrowers to incur expenses for formal appraisals, engineering reports, etc; where FCMT can otherwise access this type of information.

The following chart shows the dollar amount of loans originated by FCMT each year since 1998 and the cumulative total of all loans FCMT began operations. Some loans originated by FCMT have been funded in whole or in part, by third party participations.





The ten year financial chart on the next page reflects that FCMT has had fairly consistent results. Although there can be no assurance that future results will mirror those of the past, FCMT's non-leveraged structure coupled with its low expenses, should permit it to continue to generate a profit. Management anticipates that the "sub prime" problem discussed above should afford FCMT attractive investment opportunities.

SELECTED FINANCIAL DATA 10-YEAR SUMMARY

| YEAR ENDED DECEMBER 31 | | 2007 | 2006 | 2005 | | 2004 | | 2003 | | 2002 | | 2001 | 2000 | 1999 | 1998 |
|-----------------------------|----|---------------------|-------------------------|-------------------------|----|---------------------|----|---------------------|----|-----------|----|------------|-------------------------|---------------------------|---------------------------|
| REVENUES: | | | | | | | | | | | | | | | |
| INTEREST AND DIVIDENDS | | 1,450,931 | 1,671,581 | 1,281,159 | | 1,451,632 | | 1,254,308 | | 1,214,987 | | 1,114,566 | 1,265,876 | 1,121,204 | 1,039,829 |
| SERVICE FEES & OTHER INCOME | | 93,252 1,544,183 | 49,152 1,720,733 | 84,429 1,365,588 | , | 51,612 1,503,244 | | 49,607 1,303,915 | | 24,574 | | 20,066 | 30,425 1,296,301 | 35,734 1,156,938 | 43,317 1,083,146 |
| COST AND EXPENSES | | 275,175 | 289,445 | 353,734 | | 745,674 | | 432,127 | | 253,477 | | 213,328 | 203,101 | 249,747 | 182,299 |
| NET INCOME | \$ | 1,269,008 | \$ 1,431,288 | \$ 1,011,854 | \$ | 757,570 | | 871,788 | | 986,084 | | 921,304 | 1,093,200 | 907,191 | 900,847 |
| PER SHARE DATA | | | | | | | | | | | | | | | |
| NET INCOME | \$ | 0.91 | \$ 1.03 | \$ 0.73 | \$ | 0.58 | \$ | 0.71 | \$ | 0.84 | \$ | 0.91 | \$ 1.13 | \$ 0.94 | \$ 0.93 |
| DIVIDENDS | \$ | 0.88 | \$ 0.88 | \$ 0.78 | \$ | 0.88 | \$ | 0.76 | \$ | 0.88 | \$ | 0.90 | \$ 0.98 | \$ 0.97 ⁽²⁾ | \$ 1.07 ⁽¹⁾ |
| YEAR END DATA |] | | | | | | | | | | | | | | |
| TOTAL ASSETS | \$ | 13,280,585 | \$ 13,364,650 | \$ 13,174,650 | \$ | 13,398,297 | | 13,242,074 | 1 | 1,746,086 | | 10,582,576 | 9,568,768 | 9,749,670 | 10,429,390 |
| SHAREHOLDERS' EQUITY | | 13,256,564 | 13,285,038 | 13,093,632 | | 12,959,716 | 1 | 12,775,920 | 1 | 1,713,729 | , | 10,546,800 | 9,561,136 | 9,494,300 | 9,370,430 |
| SHARES OUTSTANDING | | 1,391,571 | 1,391,571 | 1,391,571 | | 1,381,571 | | 1,294,671 | | 1,194,671 | | 1,071,671 | 970,403 | 972,323 | 965,363 |
| BOOK VALUE PER SHARE | \$ | 9.53 | \$ 9.55 | \$ 9.41 | \$ | 9.38 | | 9.87 | | 9.80 | | 9.84 | 10.17 | 9.76 | 9.71 |

(1) Includes \$.025/share Holly stock dividend

(2) Includes \$.087/share additional dividend paid in 2000

Management presently plans to include in its proxy statement for the 2008 annual meeting of shareholders a proposal to change FCMT from a Massachusetts business trust to a Texas real estate investment trust. The Texas laws that would apply to FCMT would, in management's judgment, be an improvement over the non-statutory provisions under which FCMT now operates. There would be no change in the capitalization of FCMT and each share of FCMT would continue as a share of the new REIT.

FCMT maintains a website <u>www.fcmt.net</u> that contains additional information about the Trust. Annual reports are posted on the website along with notices of dividend declarations.

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Kenneth A. McGaw President

April 1, 2008

Robert A. Burns Vice President & Treasurer

FIRST COMMONWEALTH MORTGAGE TRUST

FINANCIAL STATEMENTS

December 31, 2007 and 2006

FIRST COMMONWEALTH MORTGAGE TRUST

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

March 11, 2008

To the Board of Trustees of First Commonwealth Mortgage Trust

We have audited the accompanying balance sheet of First Commonwealth Mortgage Trust (the "Trust") as of December 31, 2007 and 2006, and the related statements of income, comprehensive income, changes in shareholders' equity, and cash flows for the years then ended. These financial statements are the responsibility of the Trust's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of First Commonwealth Mortgage Trust as of December 31, 2007 and 2006, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

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FIRST COMMONWEALTH MORTGAGE TRUST BALANCE SHEET December 31, 2007 and 2006

| | <u>2007</u> | <u>2006</u> |
|---|---|---|
| ASSETS | | |
| Mortgage Notes Receivable: | | |
| Mortgage notes receivable, net of participations | | |
| payable of \$1,315,000 and \$1,000,000 at | | |
| December 31, 2007 and 2006, respectively | \$ 10,155,860 | \$ 11,828,155 |
| Discounts and deferred loan fees | - | (35,865) |
| Allowance for losses | (211,814) | (577,132) |
| | 9,944,046 | 11,215,158 |
| Cash and cash equivalents | 2,371,631 | 1,165,670 |
| Certificate of deposit | 101,038 | - |
| Accrued interest receivable, net of participations | | |
| interest payable of \$1,062 and \$15,050 at | | |
| December 31, 2007 and 2006, respectively | 653,439 | 670,019 |
| Other receivables | - | 10,705 |
| Investments in affiliates | 208,131 | 208,131 |
| Investments in marketable securities | 2,300 | 75,200 |
| Prepaid asset | | 19,767 |
| | | |
| | <u>\$ 13,280,585</u> | \$ 13,364,650 |
| LIABILITIES AND SHAREHOLDE | i | <u>\$ 13,364,650</u> |
| LIABILITIES AND SHAREHOLDE | i | <u>\$ 13,364,650</u> |
| | i | <u>\$ 13,364,650</u> \$ 79,611 |
| Liabilities: | RS' EQUITY | |
| Liabilities: Accounts payable and other liabilities | RS' EQUITY | |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities | RS' EQUITY \$ 24,020 <u>1</u> | \$ |
| Liabilities: Accounts payable and other liabilities Note payable | RS' EQUITY \$ 24,020 <u>1</u> | \$ |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: | RS' EQUITY \$ 24,020 <u>1</u> | \$ |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited | RS' EQUITY \$ 24,020 <u>1</u> | \$ |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued | RS' EQUITY \$ 24,020 <u>1</u> | \$ |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued in 2007 and 2006, respectively; 1,391,571 | RS' EQUITY \$ 24,020 <u>1</u> 24,021 | \$ 79,611 <u>1</u> 79,612 |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued in 2007 and 2006, respectively; 1,391,571 outstanding in 2007 and 2006 | RS' EQUITY \$ 24,020 <u>1</u> 24,021 13,733,823 | \$ 79,611 <u>1</u> 79,612 13,760,823 |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued in 2007 and 2006, respectively; 1,391,571 outstanding in 2007 and 2006 Accumulated deficit | RS' EQUITY \$ 24,020 <u>1</u> 24,021 13,733,823 (329,559) | \$ 79,611 <u>1</u> 79,612 13,760,823 (373,985) |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued in 2007 and 2006, respectively; 1,391,571 outstanding in 2007 and 2006 Accumulated deficit | RS' EQUITY \$ 24,020 <u>1</u> 24,021 13,733,823 (329,559) (147,700) | \$ 79,611 <u>1</u> 79,612 13,760,823 (373,985) (74,800) |
| Liabilities: Accounts payable and other liabilities Note payable Total liabilities Shareholders' Equity: Shares of beneficial interest, no par value, unlimited shares authorized, 1,394,571 and 1,391,571 issued in 2007 and 2006, respectively; 1,391,571 outstanding in 2007 and 2006 Accumulated deficit Accumulated other comprehensive loss | RS' EQUITY \$ 24,020 <u>1</u> 24,021 13,733,823 (329,559) (147,700) | \$ 79,611 <u>1</u> 79,612 13,760,823 (373,985) <u>(74,800)</u> 13,312,038 |

FIRST COMMONWEALTH MORTGAGE TRUST STATEMENT OF INCOME For the Years Ended December 31, 2007 and 2006

| | <u>2007</u> | <u>2006</u> |
|---------------------------------------|---------------------|---------------------|
| Revenue: | | |
| Interest income | \$ 1,450,931 | \$ 1,671,581 |
| Service fees and miscellaneous income | 93,252 | 49,152 |
| | 1,544,183 | 1,720,733 |
| Costs and Expenses: | | |
| Management fees to affiliate | 141,924 | 140,128 |
| Professional fees | 31,201 | 62,104 |
| Interest expense | 1,185 | 5,446 |
| General and administrative | 100,865 | 81,767 |
| | 275,175 | 289,445 |
| Net income | <u>\$ 1,269,008</u> | <u>\$ 1,431,288</u> |
| Weighted average shares outstanding | 1,391,571 | 1,391,571 |
| Net income per share, basic | <u>\$ 0.91</u> | <u>\$ 1.03</u> |

FIRST COMMONWEALTH MORTGAGE TRUST STATEMENT OF COMPREHENSIVE INCOME For the Years Ended December 31, 2007 and 2006

| | <u>2007</u> | <u>2006</u> |
|---|-----------------|-----------------|
| Net income | \$ 1,269,008 | \$ 1,431,288 |
| Other comprehensive loss: Unrealized loss on marketable securities: Unrealized holding losses arising | | |
| during the year | (72,900) | (15,300) |
| Comprehensive income | \$ 1,196,108 | \$ 1,415,988 |

FIRST COMMONWEALTH MORTGAGE TRUST STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY For the Years Ended December 31, 2007 and 2006

| | Shares of Beneficial Interest Shares | | Retained Earnings (Accumulated | Accumulated Other Comprehensive | Treasury | Total Shareholders' | |
|--|--|---------------|--------------------------------------|---------------------------------------|-------------|------------------------|--|
| | <u>Outstanding</u> | Amount | Deficit) | Loss | Stock | Equity | |
| Balance, December 31, 2005 | 1,391,571 | \$ 13,760,823 | \$ (580,691) | \$ (59,500) | \$ (27,000) | \$ 13,093,632 | |
| Cash dividends, \$0.88 per share | - | - | (1,224,582) | - | - | (1,224,582) | |
| Net income | - | - | 1,431,288 | - | - | 1,431,288 | |
| Unrealized loss on marketable securities | | | | (15,300) | | (15,300) | |
| Balance, December 31, 2006 | 1,391,571 | 13,760,823 | (373,985) | (74,800) | (27,000) | 13,285,038 | |
| Cancellation of treasury stock | - | (27,000) | - | - | 27,000 | - | |
| Cash dividends, \$0.88 per share | - | - | (1,224,582) | - | - | (1,224,582) | |
| Net income | - | - | 1,269,008 | - | - | 1,269,008 | |
| Unrealized loss on marketable securities | | | | (72,900) | | (72,900) | |
| Balance, December 31, 2007 | 1,391,571 | \$ 13,733,823 | \$ (329,559) | \$ (147,700) | \$ - | \$ 13,256,564 | |

FIRST COMMONWEALTH MORTGAGE TRUST STATEMENT OF CASH FLOWS For the Years Ended December 31, 2007 and 2006

| | <u>2007</u> | <u>2006</u> |
|--|---------------------|---------------------|
| Cash Flows from Operating Activities: | | |
| Net income | \$ 1,269,008 | <u>\$ 1,431,288</u> |
| Adjustments to reconcile net income to net | | |
| cash provided by operating activities: | | |
| Amortization of discounts and deferred loan fees | (1,286) | (2,570) |
| Accrued investment income | (1,038) | - |
| Changes in operating assets and liabilities: | | |
| Accrued interest receivable, net of participations | (137,310) | (223,750) |
| Prepaids and other receivables | 19,767 | 192,895 |
| Accounts payable and other liabilities | (55,591) | 10,280 |
| Total adjustments | (175,458) | (23,145) |
| Net cash provided by operating activities | 1,093,550 | 1,408,143 |
| Cash Flows from Investing Activities: | | |
| Mortgage note originations | (2,830,500) | (5,560,170) |
| Mortgage note participations sold | 315,000 | 2,225,000 |
| Principal collected on mortgage notes receivable, | | |
| net of participations | 3,952,493 | 908,141 |
| Purchase of certificate of deposit | (100,000) | _ |
| Net cash provided by (used in) | | |
| investing activities | 1,336,993 | (2,427,029) |
| Cash Flows from Financing Activities: | | |
| Advances | - | 17,000 |
| Cash dividends paid | (1,224,582) | (1,224,582) |
| Net cash used in financing activities | (1,224,582) | (1,207,582) |
| Increase (decrease) in cash and cash equivalents | 1,205,961 | (2,226,468) |
| Cash and Cash Equivalents beginning of year | 1,165,670 | 3,392,138 |
| Cash and Cash Equivalents end of year | <u>\$ 2,371,631</u> | <u>\$ 1,165,670</u> |
| Supplemental Information: | | |
| Cash paid for interest | <u>\$ 1,185</u> | <u>\$ 5,446</u> |

NOTE 1 - ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

First Commonwealth Mortgage Trust (the "Trust") was organized as a Massachusetts business trust on September 26, 1984 and commenced operations on June 27, 1985. The Trust has a termination date of December 31, 2015. The Trust is engaged primarily in the business of investing in loans collateralized by mortgages on real estate. First Commonwealth Holdings Corporation ("FCHC"), whose principal shareholder is a trustee and shareholder of the Trust, is the Trust's compensated manager.

Cash and Cash Equivalents

The Trust considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

The Trust maintains cash balances in a bank which, at times, exceeds federal insured limits. The Trust monitors the financial condition of the bank and has experienced no losses associated with this account.

Mortgage Notes Receivable

Mortgage notes receivable are carried at unpaid principal balances since generally it is management's intention to hold mortgage notes to maturity. Commitment and origination fees collected from prospective borrowers are deferred and recognized as income using a method approximating the interest method over the life of those loans.

A loan is considered impaired when it is probable that the scheduled principal or interest will not be collected when due. Impaired loans are measured based on the present value of expected future cash flows discounted at the loan's effective interest rate or collateral fair value, if the loan is collateral dependent. If the measure of the impaired loan is less than the recorded investment in the loan, an impairment loss is recognized through a valuation allowance and a corresponding charge to income.

Allowance for Losses

The allowance for losses is based on management's estimate of the amount required to maintain an allowance adequate to reflect the risks inherent in the loan portfolio after giving consideration to existing economic conditions, loss experience in relation to outstanding loans, changes in the loan portfolio, borrowers' performance in reducing loan principal, adequacy of loan collateral, and other relevant factors.

Marketable Securities

Marketable securities are classified as available-for-sale and are stated at fair value, with unrealized gains and losses included in a separate component of shareholders' equity.

NOTE 1 - ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Interest Income

Interest income on loans is accrued based upon the principal amount outstanding.

If a loan is placed on nonaccrual status, interest previously recognized but uncollected is reversed and charged against current income. Subsequent interest collected on such a loan is credited to principal if, in the opinion of management, collectibility of principal is doubtful; otherwise, the interest collected is recognized as revenue.

Comprehensive Income

Comprehensive income is comprised of net income and all changes to shareholders' equity, except those due to investments by owners (changes in paid-in capital, if any) and distributions to owners (dividends). At December 31, 2007 and 2006, unrealized holding losses on securities available-for-sale are the Trust's only accumulated other comprehensive loss component.

Net Income per Share

Net income per share is calculated by dividing net income by the weighted average number of shares of beneficial interest outstanding during the year. The Trust has no items that give rise to anti-dilutive shares. Accordingly, basic and dilutive shares presented are the same.

Concentrations of Credit Risk

The Trust's primary business activity is investing in loans collateralized by mortgages on real estate. These loans are principally collateralized by real estate in Texas, Florida, New Mexico, Arizona, and Oklahoma.

Management Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Such estimates include the value of collateral and, therefore, the resulting allowance for losses. Actual results could differ from those estimates. Management believes that these estimates and assumptions provide a reasonable basis for the fair presentation of the financial statements.

NOTE 2 - MORTGAGE NOTES RECEIVABLE AND COMMITMENTS

Notes receivable from funding mortgage loans are principally collateralized by first mortgage loans on commercial or residential property and are due at various dates, with the latest maturity due in May 2020. Notes receivable bear interest at rates ranging from 6% to 18%.

Additionally, certain of the mortgage notes receivable may contain equity features that would provide the Trust with income in excess of the stated rate of the notes, although realization of such income cannot be assured.

Commitments to lend additional funds were approximately \$1,500,000 at December 31, 2007. There are no commitments to lend additional funds to borrowers whose loans are impaired.

NOTE 3 - INVESTMENTS IN AFFILIATES

The Trust participates with Holly Mortgage Trust ("Holly"), a Massachusetts business trust, for the purpose of investing in second mortgages and equity participation mortgages. At December 31, 2007 and 2006, the Trust also owns 58,131 shares of beneficial interest in Holly, which comprises approximately 4.1% of the outstanding shares in Holly. The investment is recorded using the cost method. The cost of this investment was \$58,131 at December 31, 2007 and 2006.

The Trust owns 150 partnership units of Global REIT, L.P. The Trust accounts for this investment using the cost method of accounting. The cost of this investment was \$150,000 at December 31, 2007 and 2006.

NOTE 4 - MARKETABLE SECURITIES

From time to time, the Trust invests its excess funds in short-term equity securities in order to maximize earnings. The cost basis and fair market values of marketable securities available-for-sale were as follows:

| | Cost <u>Basis</u> | Gross Unrealized <u>Gains</u> | Gross Unrealized <u>Losses</u> | Fair <u>Value</u> |
|---|----------------------|-------------------------------------|--------------------------------------|----------------------|
| December 31, 2007: Available-for-sale securities | <u>\$150,000</u> | <u>\$</u> | <u>\$(147,700)</u> | <u>\$ 2,300</u> |
| December 31, 2006: Available-for-sale securities | <u>\$150,000</u> | <u>\$ -</u> | <u>\$ (74,800)</u> | <u>\$75,200</u> |

NOTE 5 - NOTE PAYABLE

The Trust has a \$500,000 revolving line of credit facility with a bank, collateralized by the Trust's mortgage notes receivable. The borrowing arrangement bears interest at 9%. Interest is payable monthly. At December 31, 2007 and 2006, \$1 was outstanding under the line of credit. This line of credit will mature in September 2008.

NOTE 6 - FEDERAL INCOME TAXES

The Trust operates in such a manner as to qualify as a "real estate investment trust" under Sections 856 through 860 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations promulgated thereunder. Under those sections, the Trust will not be taxed on that portion of its qualifying income distributed to shareholders so long as at least 90% of the Trust's otherwise taxable income is distributed to shareholders each year and other requirements of a qualified real estate investment trust are met. The Trust satisfied the income distribution requirements for the years ending December 31, 2007 and 2006. Management believes that all other requirements of a qualified real estate investment trust have been met.

The tax status of per-share dividend distributions declared attributable to the years presented is as follows:

| | Years Ended | December 31, |
|-------------------|----------------|---------------|
| | <u>2007</u> | <u>2006</u> |
| Ordinary income | \$0.77 0.11 | \$0.85 |
| Return of capital | | 0.03 |
| | <u>\$0.88</u> | <u>\$0.88</u> |

NOTE 7 - MANAGEMENT AGREEMENT AND RELATED PARTY TRANSACTIONS

Management fees paid to FCHC were approximately \$142,000 and \$140,000 for the years ended December 31, 2007 and 2006, respectively. The management fee is based on 1.4% of the book value of the assets of the Trust at the end of each fiscal year.

During 2007, the Trust engaged in two mortgage participations with various affiliated business trusts. At December 31, 2007, the Trust had seven outstanding mortgage participations that totaled \$6,153,252 and are included in mortgage notes receivable, net on the balance sheet. The participations incur interest at rates ranging from 7% to 18% (excluding possible contingent interest rates) and have maturity dates ranging to July 2010. The notes are secured by various affiliated business trusts and/or second mortgages. Interest income on such participations collected by the affiliates on the Trust's behalf amounted to approximately \$768,000 for the year ended December 31, 2007.

NOTE 7 - MANAGEMENT AGREEMENT AND RELATED PARTY TRANSACTIONS (CONTINUED)

During 2006, the Trust engaged in four mortgage participations with various affiliated business trusts. At December 31, 2006, the Trust had seven outstanding mortgage participations that totaled \$6,153,317 and are included in mortgage notes receivable, net on the balance sheet. The participations incur interest at rates ranging from 8% to 18% (excluding possible contingent interest rates) and have maturity dates ranging to December 2009. The notes are secured by various affiliated business trusts and/or second mortgages. Interest income on such participations collected by the affiliates on the Trust's behalf amounted to approximately \$742,000 for the year ended December 31, 2006.

NOTE 8 - SIGNIFICANT MORTGAGE NOTES RECEIVABLE

At December 31, 2007, two mortgage notes receivable represented approximately 50% of total mortgage notes receivable, net of participations. Interest related to these notes was approximately 60% of total interest income for the year ended December 31, 2007.

At December 31, 2006, four mortgage notes receivable represented approximately 55% of total mortgage notes receivable, net of participations. Interest related to these notes was approximately 66% of total interest income for the year ended December 31, 2006.

TRUSTEES

George Beatty, Jr. President, George Beatty Associates

> William C. Brooks Financial Consultant

Josef C. Hermans Hotel Consultant

Kenneth A. McGaw President, First Commonwealth Mortgage Trust

Robert W. Scharar President, Holly Mortgage Trust, First Commonwealth Holdings Corporation and FCA Corp

EXECUTIVE OFFICERS

Kenneth A. McGaw President

Robert A. Burns Vice President and Treasurer

Katheryn E. Surface Burks Secretary

> Gregory J. Cannella Assistant Treasurer

> Steven C. Crawford Assistant Secretary

TRANSFER AGENT

Wells Fargo Shareowner Services 161 North Concord Exchange Street, South St. Paul, MN 55075 Phone: (800) 468-9716 Fax: (651) 450-4033 Web: <u>www.wellsfargo.com/shareownerservices</u>

FIRST COMMONWEALTH MORTGAGE TRUST

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The Declaration of Trust establishing First Commonwealth Mortgage Trust provides the Trust property is liable for satisfaction of Trust obligation and that no trustee, shareholder or officer of the Trust shall have any personal liability for those obligations.