

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

I, Peter B. Alden ✓
 Name of the Holding Company Director and Official
President
 Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

1895 MHC
 Legal Title of Holding Company
28 Franklin Street
 (Mailing Address of the Holding Company) Street / P.O. Box
Worcester MA 01608
 City State Zip Code

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

SAME
 Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Cheri E. Carty ✓ VP & Treasurer
 Name Title
508-890-9078
 Area Code / Phone Number / Extension
508-890-9070
 Area Code / FAX Number
ccarty@baystatesavings.com
 E-mail Address
N/A
 Address (URL) for the Holding Company's web page

[Signature]
 Signature of Holding Company Director and Official
2-4-14
 Date of Signature

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

For holding companies not registered with the SEC—
 Indicate status of Annual Report to Shareholders:

is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3535437
 C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

1895 Corp
Legal Title of Subsidiary Holding Company

28 Franklin Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Worcester **MA** **01608**
City State Zip Code

SAME
Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

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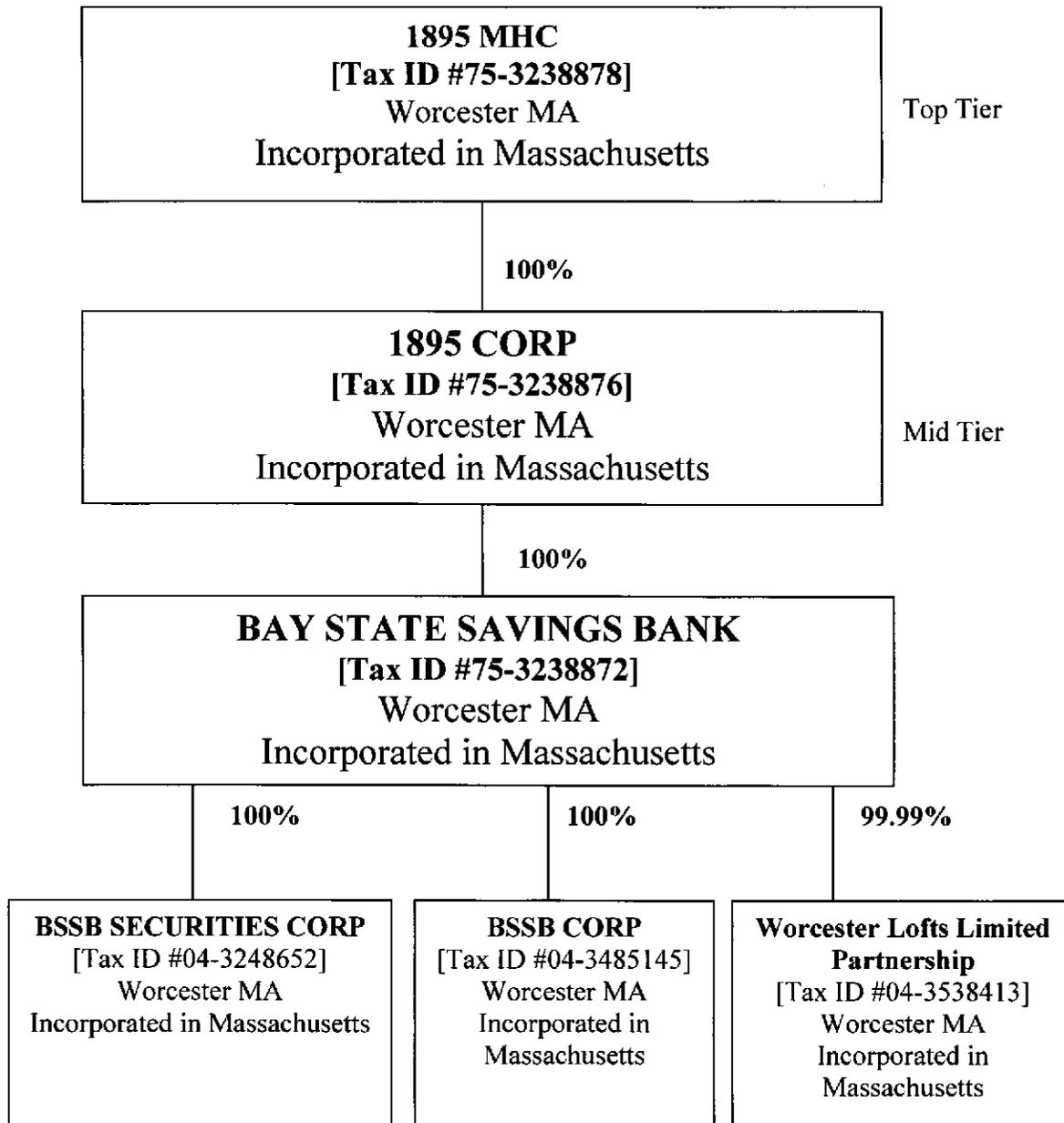
Physical location (if different from mailing address)

Corporate Structure

1895 MHC is a mutual holding company without shareholders.

1895 MHC has 100% ownership of 1895 Corp (Mid Tier).

1895 Corp (Mid Tier) has 100% ownership of Bay State Savings Bank, a Massachusetts Stock Savings Bank.



12/31/2013

Officers

Alden, Peter B., *President & CEO*
Andrew A. Brown, *Senior Vice President – Chief Financial Officer*
Diane M. Giampa, *Senior Vice President -Human Resources & Marketing*
Steven L. Groccia, *Senior Vice President - Commercial Lending*
Lisa A. Perrin, *Senior Vice President – Chief Retail Banking Officer*
Osman K. Acheampong, *Vice President - Credit Administration Officer*
Cheryl A. Begin, *Commercial Relationship Officer*
Thomas J. Belton, *Vice President – Information Technology*
Jayme D. Burdett, *Assistant Vice President – Branch Manager*
Cheri E. Carty, *Vice President / Treasurer*
Maria C. Costa, *Vice President – Retail Lending Manager*
Lisa A. Duquette, *Assistant Vice President - Operations*
Dominique J. Fauteux, *Operations Officer*
Rosa M. Hernandez, *BSA and Branch Operations Officer*
Janet L. Jones, *Assistant Vice President – Branch Manager*
Jeffrey B. Locke, *Assistant Vice President - Branch Manager*
Christine M. Lucier, *Assistant Vice President - Branch Manager*
William L. Martin, *Vice President – Commercial Loans*
Karen L. Matt – *Marketing Officer*
Lucas J. Miller – *Vice President – Compliance Officer*
Joseph G. Moro, *Mortgage Officer*
David Perez, *Vice President - Commercial Lending*
Leonard Reposa – *Mortgage Officer*
Peter P. Rovezzi, *Assistant Vice President - Branch Manager*
Veronika Tovanyan, *Assistant Vice President - Branch Manager*

Directors

F. Stephen Harvey, Jr.
Timothy M. Jarry
Patricia L. Jones
John H. McCabe
Andrew C.J. Meagher, Esq.
Joni Milluzzo
John J. Monahan
William J. Mulford
Gerald J. Power, Esq.
Robert P. Powers
George F. Sullivan, Jr., *Chairman*

Board of Governors of the Federal Reserve System
FR Y-6 Depository Institution Branch Data Verification



Head Offices for Selected Holding Company

[Back to Search Results](#)

A list of head offices for the holding company: 1895 MHC (3535437) of WORCESTER, MA.
The data are as of 12/31/2013.

Click on a Head Office ID_RSSD to see all of its branches, or click on the link below to see a consolidated branch listing for all head offices.

» [Click here to get a consolidated branch listing for this holding company](#) «

Head Office ID_RSSD	Head Office Popular Name	Street Address	City	State	Zip Code	County	Country
963002	BAY STATE SAVINGS BANK	28 FRANKLIN STREET	WORCESTER	MA	01608	WORCESTER	UNITED STATES

No Changes
Cheri E. Carthy
VP & Treasurer
12/31/13

Board of Governors of the Federal Reserve System
 FR Y-6 Depository Institution Branch Data Verification



Branches for Selected Institution

[Back To Head Office List](#)

[Back to Search Results](#)

A list of branches for your depository institution: BAY STATE SAVINGS BANK (ID_RSSD: 963002).
 This depository institution is held by 1895 MHC (3535437) of WORCESTER, MA.
 The data are as of 12/31/2013.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 8 of 8

Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*
Full Service (Head Office)	963002	BAY STATE SAVINGS BANK ✓	28 FRANKLIN STREET	WORCESTER	MA	01608	WORCESTER	UNITED STATES	17900	0	BAY STATE SAVINGS BANK	963002
Full Service	1411180	AUBURN HIGH SCHOOL BRANCH ✓	99 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	291582	3	BAY STATE SAVINGS BANK	963002
Full Service	2727338	MINUTEMAN PLAZA BRANCH ✓	123 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	291584	5	BAY STATE SAVINGS BANK	963002
Full Service	2572417	HOLDEN BRANCH ✓	628 MAIN STREET	HOLDEN	MA	01520	WORCESTER	UNITED STATES	291583	4	BAY STATE SAVINGS BANK	963002
Full Service	718202	BURNCOAT STREET BRANCH ✓	378 BURNCOAT STREET	WORCESTER	MA	01606	WORCESTER	UNITED STATES	291580	1	BAY STATE SAVINGS BANK	963002
Full Service	3788176	EASTERN AVE BRANCH ✓	TWO EASTERN AVENUE	WORCESTER	MA	01605	WORCESTER	UNITED STATES	474302	8	BAY STATE SAVINGS BANK	963002
Full Service	3220340	GRAFTON STREET BRANCH ✓	799 GRAFTON STREET	WORCESTER	MA	01604	WORCESTER	UNITED STATES	423057	7	BAY STATE SAVINGS BANK	963002
Full Service	717700	MILL STREET BRANCH ✓	275 MILL STREET	WORCESTER	MA	01602	WORCESTER	UNITED STATES	291581	2	BAY STATE SAVINGS BANK	963002

*FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

No Changes
Cheri E. Carthy
VP & Treasurer
12/31/13