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 611(a); 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.

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.

I, William M Parent
Name of the Holding Company Director and Official
President & CEO
Title of the Holding Company Director and Official

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.

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.

Signature of Holding Company Director and Official
03/27/2014

Date of Signature

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

R S S D  ID  3 7 4 2 0 2 0

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
Month / Day / Year

Reporters Name, Street, and Mailing Address
Hyde Park Bancorp, MHC
Legal Title of Holding Company
1196 River Street
(Mailing Address of the Holding Company) Street / P.O. Box
Hyde Park
City
MA State
02136 Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Katherine Peterson
Name
VP, Controller
Title
781-702-5746
Area Code / Phone Number / Extension
781-702-5728
Area Code / FAX Number

Email Address
kpetersen@bluehillsbank.com

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes Please identify the report items to which this request applies:
☐ No

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.”
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.

<table>
<thead>
<tr>
<th>Employer Identification Number</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Physical location (if different from mailing address)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hyde Park Bancorp, Inc.</td>
<td>MA</td>
<td>02136</td>
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</tr>
<tr>
<td>1196 River Street</td>
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</tr>
</tbody>
</table>

Legal Title of Subsidiary Holding Company

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

City | State | Zip Code | 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 | 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 | Physical location (if different from mailing address) |
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Legal Title of Subsidiary Holding Company

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

City | State | Zip Code | 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 | Physical location (if different from mailing address) |
---|-------|---------|-----------------------------------------------------|
Hyde Park Bancorp, MHC
1196 River Street
Hyde Park, Mass 02136

Annual Report (FRY-6) as of 12/31/13

Item 1
Hyde Park Bancorp, MHC is a mutual holding company; there are no shareholders.

Item 2a
Organization Chart

- Hyde Park Bancorp, MHC
  - 100%
- Hyde Park Bancorp, Inc.
  - 100%
- Blue Hills Bank
  - 100%
- HP Security Corp
  - 100%
- 1196 Corp

Item 2b
The branch listing as shown on the Federal Reserve's website is accurate.

Item 3
Hyde Park Bancorp, MHC (the top tier holding company) is a mutual institution; as such it has no shareholders.

Hyde Park Bancorp, Inc. is a mid-tier stock holding company. 100% of its stock is owned by Hyde Park Bancorp, MHC.

- Securities Holder: Hyde Park Bancorp, MHC.
- Hyde Park, Massachusetts
- US corporation
- 1,000 shares of common stock of Hyde Park Bancorp, Inc. issued and outstanding - all owned by Hyde Park Bancorp, MHC.

Item 4
See attached schedule
**Reconciliation and Verification Steps**

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

**Actions**

- **OK**: If the branch information is correct, enter 'OK' in the Data Action column.
- **Change**: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
- **Close**: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the date or closure date in the Effective Date column.
- **Delete**: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
- **Add**: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

**Note:**

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with all Data Action of Change, Close, Delete, or Add.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

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**Table:**

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>OK</td>
<td>28400</td>
<td>Full Service (Head Office)</td>
<td>9545402</td>
<td>TRUMAN PARKWAY BRANCH</td>
<td>1005 TRUMAN HIGHWAY</td>
<td>BOSTON</td>
<td>MA</td>
<td>02135</td>
<td>SUFFOLK</td>
<td>UNITED STATES</td>
<td>17755</td>
<td>3 BLUE HILLS BANK</td>
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<td>OK</td>
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<td>Full Service</td>
<td>3921611</td>
<td>COOLIDGE CORNER BRANCH</td>
<td>1337 BEACH STREET</td>
<td>BROOKLINE</td>
<td>MA</td>
<td>02446</td>
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<td>UNITED STATES</td>
<td>463801</td>
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<td>Full Service</td>
<td>6137715</td>
<td>GEDHAM BRANCH</td>
<td>743 PROVIDENCE HIGHWAY</td>
<td>GEDHAM</td>
<td>MA</td>
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<td>UNITED STATES</td>
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<td>Full Service</td>
<td>2746823</td>
<td>MAIATAN PLACE BRANCH</td>
<td>111 LENOX STREET</td>
<td>NORWOOD</td>
<td>MA</td>
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<td>1920 CENTRE STREET</td>
<td>WEST Roxbury</td>
<td>MA</td>
<td>02132</td>
<td>Suffolk</td>
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<td>423415</td>
<td>4 BLUE HILLS BANK</td>
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<tr>
<td>Name, City, State, Country</td>
<td>Principal Occupation if other than with Bank Holding Company</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with Subsidiaries</td>
<td>Title &amp; Position with other Businesses</td>
<td>% of Voting shares in Bank Holding Company</td>
<td>% of Voting shares in Subsidiaries</td>
<td>List names of other companies (includes partnerships) if 25% or more of voting securities are held (list name of Companies and % of voting securities held)</td>
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<td>David J Houston Jr Milton, MA USA</td>
<td>Insurance Broker</td>
<td>Chairman of the Board</td>
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<td>na</td>
<td>J.J. Houston &amp; Co. LLC 33%, J.J. Houston &amp; Co. LLP 75%</td>
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<td>William M Parent Walpole, MA USA</td>
<td>President &amp; CEO</td>
<td>Trustee/ Director</td>
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<td>David Powers Hingham MA USA</td>
<td>Insurance Agent</td>
<td>Trustee/ Director</td>
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<td>Charles A Powers &amp; Sons 25%</td>
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<td>George Clancy Littleton, MA USA</td>
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<td>Trustee/ Director</td>
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<td>Peter Stevens Needham, MA USA</td>
<td>Retired Accountant</td>
<td>Trustee/ Director</td>
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<tr>
<td>Scott Smith</td>
<td>Hyde Park, MA USA</td>
<td>Business Mgt</td>
<td>Trustee/Director</td>
<td>CEO Family to Family Project</td>
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<tr>
<td>Linda Coelho Mattapoissett, MA USA</td>
<td>Marketing Mgr</td>
<td>Trustee/Director</td>
<td>Marketing Manager SportsScarf</td>
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<td>Janice Kenney Hyde Park, MA USA</td>
<td>Marketing</td>
<td>Trustee/Director</td>
<td>Director of Marketing and Outreach Hyde Park Art Association</td>
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<td>Brian Clinton Hyde Park, MA USA</td>
<td>Chief Staff - Government</td>
<td>Trustee/Director</td>
<td>City of Boston</td>
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<td>Karen O'Connell Hyde Park, MA USA</td>
<td>Attorney</td>
<td>Trustee/Director</td>
<td>Director Economic Development/Town of Dedham</td>
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<td>Timothy Greene West Roxbury, MA USA</td>
<td>Equity Saleperson</td>
<td>Trustee/Director</td>
<td>Managing Director, EVP Director Shields &amp; Company Inc.</td>
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<td>Janice Shields Wellesley, MA USA</td>
<td>Investment Banker</td>
<td>Trustee/Director</td>
<td>Managing Director, President, Director Shields Securities Inc</td>
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<td>Director- Commodore Builders</td>
<td>Shielded Securities Inc. 50%</td>
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<tr>
<td>Name</td>
<td>Location</td>
<td>Occupation</td>
<td>Position</td>
<td>Board of Advisors / Trustee / Director</td>
<td>1993 Ryan Children Trust</td>
<td>Manulife Asset Management - Managing Director of Global Equities</td>
<td>na</td>
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<td>Kenneth D'Amato</td>
<td>West Newbury, MA</td>
<td>Investment Management</td>
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<td>Samuel Smith</td>
<td>Hyde Park, MA</td>
<td>College Professor</td>
<td>Trustee / Director</td>
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<td>Peter Manning</td>
<td>Concord, MA</td>
<td>Retired - Vice Chairman of Fleet</td>
<td>Trustee / Director</td>
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<td>Directorships: Safety Insurance Group</td>
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<td>Boston Financial</td>
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<td>Trusteeships: Campaign for Catholic Schools, Lahey Clinic</td>
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<td>Brian Leary</td>
<td>West Newton, MA</td>
<td>Attorney</td>
<td>Trustee / Director</td>
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<td>Attorney at Holland and Knight</td>
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<td></td>
<td>USA</td>
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<td>Non-Profit Boards: Catholic Memorial &amp; New England Legal Foundation</td>
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<tr>
<td>Ron Perry</td>
<td>Sudbury, MA</td>
<td>Real Estate Broker</td>
<td>Trustee / Director</td>
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<td>President Colliers International</td>
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