

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. § 3108(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.

I, Edward M. Pratt

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]
 Signature of Holding Company Director and Official

7 June 2013
 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

RSSD ID 3464797/118174
 C.I. _____

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

March 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Mayflower Bancorp, Inc.

Legal Title of Holding Company

P.O. Box 311 / 30 S. Main St.

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

<u>Middleboro</u>	<u>MA</u>	<u>02346</u>
City	State	Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Maria Vafiades Vice President & CFO

Name Title

508-947-4343 1111

Area Code / Phone Number / Extension

508-923-0864

Area Code / FAX Number

mvafiades@mayflowerbank.com

E-mail Address

www.mayflowerbank.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:

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

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.

Mayflower Co-operative Bank
Legal Title of Subsidiary Holding Company

P.O. Box 311 / 30 S. Main St.
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Middleboro **MA** **02346**
City State Zip Code

30 S. Main Street, Middleboro, MA
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

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City State Zip Code

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

City State Zip Code

Physical location (if different from mailing address)

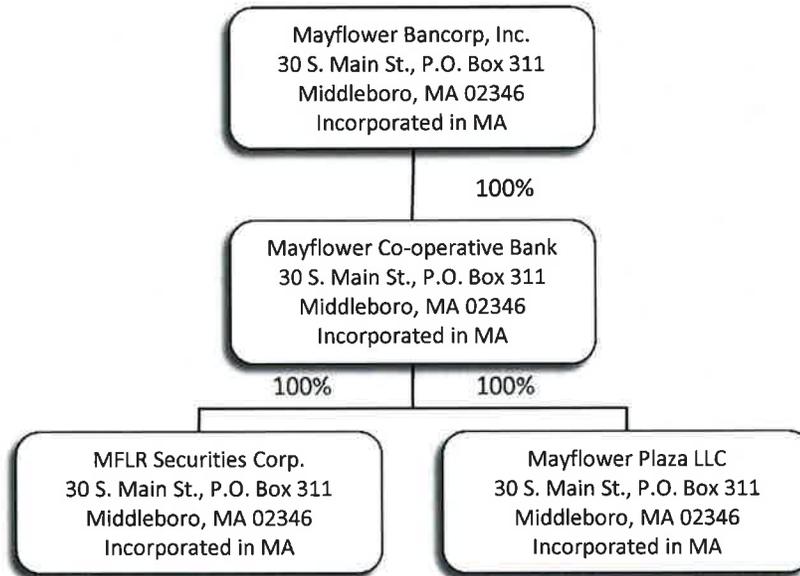
Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Form FR Y-6
Mayflower Bancorp, Inc.
Organizational Chart
Report item 2a
Fiscal Year Ended March 31, 2013



Note: The managing member (100%) for Mayflower Plaza, LLC is:
Mayflower Co-operative Bank
30 S. Main Street., P.O. Box 311
Middleboro, MA 02346
Incorporated in MA

Results: A list of branches for your depository institution: MAYFLOWER CO-OPERATIVE BANK (ID_RSSD: 118174). This depository institution is held by MAYFLOWER BANCORP, INC (3464797) of MIDDLEBORO, MA. The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.



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 sale 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 a **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>.

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

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City
OK		Full Service (Head Office)	118174	MAYFLOWER CO-OPERATIVE BANK	30 SOUTH MAIN STR	MIDDLEBOROUGH
OK		Full Service	2706258	BRIDGEWATER BRANCH	5 SCOTLAND BOULEVARD	BRIDGEWATER
OK		Full Service	3374168	LAKEVILLE BRANCH	166 COUNTY STREET	LAKEVILLE
OK		Full Service	3955978	OBERY STREET BRANCH	57 OBERY STREET	PLYMOUTH
OK		Full Service	688006	PLYMOUTH BRANCH	94 COURT ST	PLYMOUTH
OK		Full Service	1413317	PLUM CORNER SHOPPING CENTER BRANCH	565 ROUNSEVILLE ROAD	ROCHESTER
OK		Full Service	687504	WAREHAM BRANCH	396 ONSET AVENUE	WAREHAM
OK		Full Service	3615580	WEST WAREHAM BRANCH	2420 CRANBERRY HIGHWAY	WEST WAREHAM

ctive Date column.

State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
MA	02346	PLYMOUTH	UNITED STATES	35247	0	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02324	PLYMOUTH	UNITED STATES	259677	5	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02347	PLYMOUTH	UNITED STATES	452405	7	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02360	PLYMOUTH	UNITED STATES	492000	9	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02360	PLYMOUTH	UNITED STATES	259675	2	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02770	PLYMOUTH	UNITED STATES	259741	4	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02538	PLYMOUTH	UNITED STATES	259676	3	MAYFLOWER CO-OPERATIVE BANK	118174	
MA	02576	PLYMOUTH	UNITED STATES	457525	8	MAYFLOWER CO-OPERATIVE BANK	118174	

Form FR Y-6
Mayflower Bancorp, Inc.
Fiscal Year Ended March 31, 2013

Report Item 3: Securities holders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ended April 30, 2011			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ended April 30, 2011		
(1) (a) Name City, State, Country	(1) (b) Country of Citizenship or Incorporation	(1) (c) Number and Percentage of Each Class of Voting Securities	(1) (a) Name City, State, Country	(1) (b) Country of Citizenship or Incorporation	(1) (c) Number and Percentage of Each Class of Voting Securities
Banc Funds Co., LLC Chicago, IL USA	USA	134,735 - 6.53% Common Stk			

Form FR Y-6
Mayflower Bancorp, Inc.
Fiscal Year Ended March 31, 2013

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and % of voting securities held
Richard Amicucci Rochester, MA	Business owner	Director	Director - Mayflower Bank	President Kyco Critop LLC	0.17%	N/A	N/A
E. Bradford Buttner Plymouth, MA	Investment Advisor	Director	Director - Mayflower Bank	Senior V.P. Moors & Cabot, Inc.	1.45%	N/A	N/A
Charles N. Decas Wareham, MA	Retired Clerk Magistrate	Director	Director - Mayflower Bank	Retired Clerk Magistrate Falmouth District Court	1.16%	N/A	N/A
Anthi Frangiadis Wareham, MA	Architect	Director	Director - Mayflower Bank	Principal Archit8 Studio, LLC	0.10%	N/A	N/A
William H. Fuller Middleboro, MA	Business ownder	Director	Director - Mayflower Bank	President, Professional Bartending Service	0.69%	N/A	N/A
Diane A. Maddigan Middleboro, MA	Accountant	Director	Director - Mayflower Bank	Partner Maddigan Tax Service	0.46%	N/A	N/A
Edward J. Medeiros Middleboro, MA	Business owner	Director	Director - Mayflower Bank	Owner EJM Enterprises	0.49%	N/A	N/A
Edward M. Pratt Middleboro, MA	President Mayflower Bank	Director & President & CEO	Director & CEO Mayflower Bank	N/A	2.31%	N/A	N/A

Form FR Y-6
Mayflower Bancorp, Inc.
Fiscal Year Ended March 31, 2013

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and % of voting securities held
David R. Smith, Jr. Centerville, MA	Retired President	Director	Director - Mayflower Bank	Retired President Lawrence Ready Mixed Concre ¹	1.09%	N/A	N/A
Geoffrey T. Stewart Plymouth, MA	Administrator	Director	Director - Mayflower Bank	Administrator Newfield House	0.97%	N/A	N/A
John J. Biggio Boxford, MA	V.P. & Senior Lender Mayflower Bank	N/A	V.P. & Senior Lender Mayflower Bank	N/A	0.57%	N/A	N/A
Stergios M. Kostas Falmouth, MA	V.P. - Retail Banking Mayflower Bank	N/A	V.P. - Retail Banking Mayflower Bank	N/A	0.23%	N/A	N/A
Maria Vafiades Norwell, MA	V.P. & CFO Mayflower Bank	VP & Chief Financial Officer	V.P. & CFO Mayflower Bank	N/A	0.77%	N/A	N/A