

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.

I, Samuel Laverack

Name of the Holding Company Director and Official

Co-CEO and Trustee

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

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 \_\_\_\_\_

C.I. \_\_\_\_\_

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

New Hampshire Mutual Bancorp

Legal Title of Holding Company

89 N. Main Street

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

Concord NH 03301

City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Jason C. Hicks V.P./Treasurer

Name Title

603-279-9195

Area Code / Phone Number / Extension

603-279-5296

Area Code / FAX Number

jhicks@mvsb.com

E-mail Address

www.mvsb.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

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, Paul C. Rizzi, Jr. ✓

Reporter's Name, Street, and Mailing Address

New Hampshire Mutual Bancorp

Legal Title of Holding Company

89 N. Main Street

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

Concord

NH

03301

City

State

Zip Code

Name of the Holding Company Director and Official

Co-CEO and Trustee

Title of the Holding Company Director and Official

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Jason C. Hicks

V.P./Treasurer

Name

Title

603-279-9195

Area Code / Phone Number / Extension

603-279-5296

Area Code / FAX Number

jhicks@mvsb.com

E-mail Address

www.mvsb.com

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

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

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  
 C.I.

4436559

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."

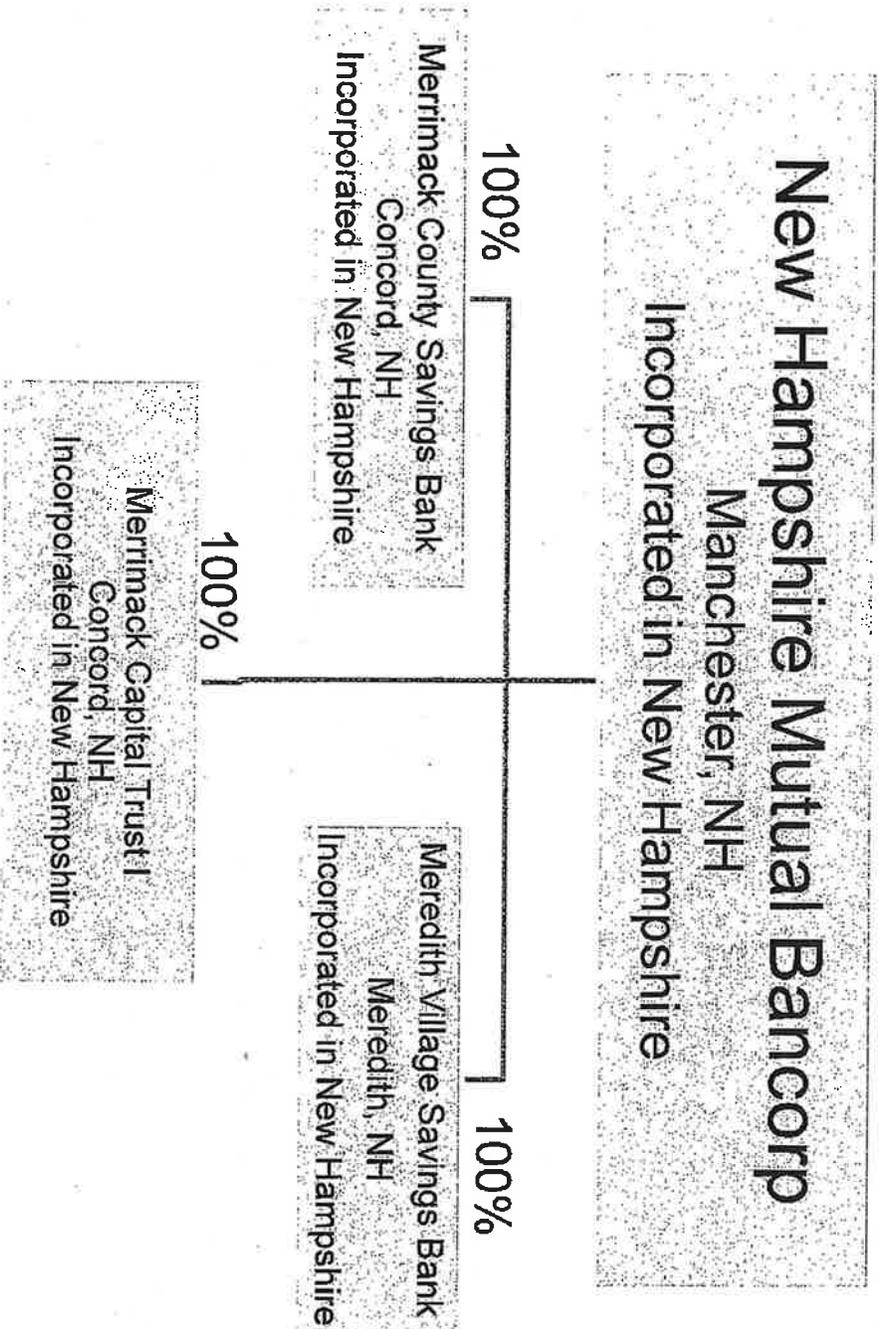
No

**Report Item 1**

**Form FR Y-6  
New Hampshire Mutual Bancorp  
Manchester, New Hampshire  
Fiscal Year Ending December 31, 2013**

**Annual Report to Shareholders: N/A**

FR Y-6 Report Item 2a: Organizational Chart



**FR Y-6 Report Item 2b: Domestic Branch Listing: Merrimack County Savings Bank**

Requirer: A list of branches for your depository institution: MERRIMACK COUNTY SAVINGS BANK (ID: RSSD: 74403). This depository institution is held by NEW HAMPSHIRE MUTUAL BANCORP (436559) of MANCHESTER, NH. The data are as of 12/31/2013. Data reflects information that was received and processed through 07/07/2014.

**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	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID	RSSD*	Comments
OK		Full Service (Head Office)	74403	MERRIMACK COUNTY SAVINGS BANK	89 NORTH MAIN STREET, BOX 2826	CONCORD	NH	03301	MERRIMACK	UNITED STATES	11893	0	MERRIMACK COUNTY SAVINGS BANK	74403			
OK		Full Service	135896	BOW BRANCH	503 SOUTH STREET	BOW	NH	03304	MERRIMACK	UNITED STATES	39911	5	MERRIMACK COUNTY SAVINGS BANK	74403			
OK		Full Service	285027	CONCORD BUSINESS CENTER	190 NORTH MAIN STREET	CONCORD	NH	03301	MERRIMACK	UNITED STATES	26212	6	MERRIMACK COUNTY SAVINGS BANK	74403			
Change		Full Service	327364	INTERGA Drive Branch	1 INTERGA DRIVE	CONCORD	NH	03301	MERRIMACK	UNITED STATES	24348	1	MERRIMACK COUNTY SAVINGS BANK	74403			
Change		Full Service	303028	North State Street Branch	167 NORTH STATE STREET	CONCORD	NH	03301	MERRIMACK	UNITED STATES	35979	2	MERRIMACK COUNTY SAVINGS BANK	74403			
OK		Full Service	322817	CONTOCOOK BRANCH	35 KEMPSANG AVENUE	CONTOCOOK	NH	03229	MERRIMACK	UNITED STATES	42426	7	MERRIMACK COUNTY SAVINGS BANK	74403			
OK		Full Service	322818	NASHUA BRANCH	101 BROAD STREET	NASHUA	NH	03064	HILLSBOROUGH	UNITED STATES	42426	4	MERRIMACK COUNTY SAVINGS BANK	74403			

FR Y-6 Report Item 2b: Domestic Branch Listing: Meredith Village Savings Bank

Results: A list of branches for your depository institution: MEREDITH VILLAGE SAVINGS BANK (ID: RSSD: 576608). This depository institution is held by NEW HAMPSHIRE MUTUAL BANCORP (4436559) of MANCHESTER, NH. The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID	RSSD*	Comments
change	1/1/2014	Full Service (Head Office)	576608	MEREDITH VILLAGE SAVINGS BANK	24 STATE ROUTE 25, P.O. BOX 177	MEREDITH	NH	03553	BELKNAP	UNITED STATES	11214	Not Required	0	MEREDITH VILLAGE SAVINGS BANK	576608		
change	1/1/2014	Full Service	4480673	ALTON BRANCH	82 NH Highway 28A	ALTON	NH	03209	BELKNAP	UNITED STATES	Not Required	Not Required		MEREDITH VILLAGE SAVINGS BANK	576608		
delete	1/1/2014	Full Service	3464443	WOLFEBORO HIGHWAY BRANCH	82 WOLFEBORO HIGHWAY	ALTON	NH	03209	BELKNAP	UNITED STATES	451710	Not Required	11	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	300601	ASHLAND BRANCH	15 RIVERSIDE DRIVE	ASHLAND	NH	03212	GRAFTON	UNITED STATES	240814	Not Required	1	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	413964	GILFORD BRANCH	1383 LAKESHORE ROAD	GILFORD	NH	03246	BELKNAP	UNITED STATES	240818	Not Required	5	MEREDITH VILLAGE SAVINGS BANK	576608		
change	1/1/2014	Full Service	337302	LACONIA BRANCH	379 SOUTH MAIN STREET (RT 106)	LACONIA	NH	03246	BELKNAP	UNITED STATES	444589	Not Required	3	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	1459388	CLID PROVIDENCE COMMON BRANCH	71 STATE ROUTE 104	MEREDITH	NH	03253	BELKNAP	UNITED STATES	240816	Not Required	2	MEREDITH VILLAGE SAVINGS BANK	576608		
change	1/1/2014	Full Service	393702	CENTER HARBOR BRANCH	28 STATE ROUTE 25	MOLTONBOROUGH	NH	03254	CARROLL	UNITED STATES	240815	Not Required	2	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	4194019	MOLTONBOROUGH BRANCH	991 STATE ROUTE 25	MOLTONBOROUGH	NH	03254	CARROLL	UNITED STATES	240817	Not Required	4	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	4194028	MAIN STREET BRANCH	131 MAIN STREET	PLYMOUTH	NH	03264	GRAFTON	UNITED STATES	440865	Not Required	8	MEREDITH VILLAGE SAVINGS BANK	576608		
change	1/1/2014	Full Service	4194037	PLYMOUTH hamstead store BRANCH	389 TENNEY MOUNTAIN HIGHWAY	PLYMOUTH	NH	03264	GRAFTON	UNITED STATES	340713	Not Required	7	MEREDITH VILLAGE SAVINGS BANK	576608		
OK		Full Service	3788327	WOLFEBORO BRANCH	66 NORTH MAIN STREET	WOLFEBORO	NH	03894	CARROLL	UNITED STATES	481426	Not Required	14	MEREDITH VILLAGE SAVINGS BANK	576608		

**Report Item 3**

**Form FR Y-6  
New Hampshire Mutual Bancorp  
Manchester, New Hampshire  
Fiscal Year Ending December 31, 2013**

**Securities Holders: N/A**

Form 279e-1  
 New Hampshire Medical Bancorp  
 Concord, New Hampshire  
 Fiscal Year Ending December 31, 2013

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3a) Title & Position with Bank Holding Company	(3b) Title & Position with Subsidiaries (Include names of subsidiaries)	(4a) Title & Position with Other Businesses (Indicate nature of other business)	(4b) Percentage of Voting Shares in Bank Holding Company	(4c) Percentage of Voting Shares in Subsidiaries (Indicate nature of subsidiaries)	(4d) List names of companies (including partnerships) in which the individual owns 1% or more of 125% or more of the L1/L1 names of companies and % of voting securities held
John M. Cross Manchester, NH USA	Retired	Trustee	Director Manchester County Savings Bank	Director, Bay State Pallet Bag, Fund Properties Director, Coenwall Floral Properties			D. Madock, Inc. - 60%
Michael D. Coughlin Concord, NH USA	Managerial Consultant - Computer Michael D. Coughlin Associates	Trustee	Director Manchester County Savings Bank	Chairman, Medical D. Coughlin Associates Trustee, Union, Adams Travel			
Michael B. Gump Hudson, NH USA	President & CEO Concord Hospital/Capital Region Health Care	Vice Chairman	Director Manchester County Savings Bank	President & CEO, Concord Hospital/Capital Region Health Care Director, Concord Hospital Health Care Company Director, Foundation for Healthy Communities			
Charles C. Damon Concord, NH USA	Retired	Trustee	Director Manchester County Savings Bank	General Partner (1/3 Interest) Spring Associates			
Paul G. Ricci, Jr. Bow, NH USA	President & CEO Manchester County Savings Bank	Co-CEO & Trustee	President & CEO and Director Manchester County Savings Bank	President, Independent Living Council Development, LLC			William H. Dunlap & Co. - 100%
William H. Dunlap Amherst, NH USA	Executive Director NH Historical Society	Co-Chairman	Chairman Manchester County Savings Bank	Principal, William H. Dunlap & Co. Manager, S&D Properties President & Treasurer, NHHSIC Trustee, Four Tree Farms			
Jonathan H. Ruggles Bow, NH USA	President R&T Banks, Inc.	Trustee	Director Manchester County Savings Bank	President, R&T Banks, Inc.			
Julius S. Koppman Bow, NH USA	Managing Director Mason + Rich, CPAs	Trustee	Director Manchester County Savings Bank	Managing Director, Mason + Rich, CPAs Director, Mason + Rich Realty Director, Northeast Hills Dental Trustee, Concord Hospital Trustee, Capital Region Health Care			Mason + Rich, CPAs - 100% Mason + Rich Realty, Inc. - 70%
Samuel L. Lovock Falmouth, NH USA	President & CEO Manchester Village Savings Bank	Co-CEO & Trustee	President & CEO Manchester Village Savings Bank	Director & Treasurer, NH Bankers Association Director, Main Street Monthly Director & Treasurer, Valley Regional Regional Dev. Corp.			Mason, Dunlap & Company, PO - 63% voting common stock Sawyer Family, LLC - 100% of member units
James Durbak Gilead, NH USA	Partner Mason, Dunlap & Company PO	Co-Chairman	Director Manchester Village Savings Bank	President - Mason, Durbak & Company Managing Member - Sawyer Family, LLC			
John S. Mahony Leicester, NH USA	Attorney John Kitchen Law Offices	Trustee	Chairman Manchester Village Savings Bank	Owner, John Kitchen Law Offices			
Blaise Lefebvre Hillsdale, NH USA	CEO Great American Dining	Trustee	Director Manchester Village Savings Bank	CEO, Great American Dining Honorary Trustee, Great American Dining Business Center Director, Fiat Six Travel			
Michelle Madson Bethel, NH USA	President/CEO Spawr Memorial Hospital	Trustee	Director Manchester Village Savings Bank	Spawr Memorial Hospital - President/CEO Plymouth Health Ventures - Director Spawr Health Network - President WNH Mountain Gateway Economic Dev. Council - Trustee Foundation for Healthy Communities - Trustee			
Brian Morley Aspen, NH USA	Consultant	Trustee	Director Manchester Village Savings Bank	President, NH Spawr Member, Manager Development LLC Manager/sole manager, B-Stoddard Farfield LLC			Manager Development, LLC - 60% B-Stoddard Farfield - 100%

Report Item 4

Form 913, Y-6  
 New Hampshire Mutual Bancorp  
 Concord, New Hampshire  
 Fiscal Year Ending December 31, 2013

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Name, title, state and country	Principal Occupation Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries, Member Banks or Subsidiaries	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (List names of subsidiaries)	List names of other companies (if 20% or more of voting securities are held by the names of companies and % of voting securities held)		
John Madole Meredith, NH USA	Owner Madole Farm	Trustee	Director Meredith Village Savings Bank	Managing Member, Meredith Farm Owners LLC, DSA Madole Farm Director, Matus Health Foundation of NH					
Michael O'Leary Rochester, NH USA	Park Manager Bridgewater Power Co.	Trustee	Director Meredith Village Savings Bank						
Philip B. Emma Hanover, NH USA	EVP & COO Merrimack County Savings Bank Meredith Village Savings Bank	COO	EVP & COO Merrimack County Savings Bank Meredith Village Savings Bank	Director, Sacred Seal Trustee, Sacred Seal of 724/413 Corporate, Canterbury State Village Director, White Birch Community Center Director, Concord Chapter of Commave (Since 8/1/13)					
Richard Wyman Lebanon, NH USA	EVP & CFO Meredith Village Savings Bank Merrimack County Savings Bank	CFO	EVP & CFO Meredith Village Savings Bank Merrimack County Savings Bank						
Kevin Hobb Meredith, NH USA	VP, Corporate Treasurer & Investment Officer Meredith Village Savings Bank Merrimack County Savings Bank	Treasurer	VP, Corporate Treasurer & Investment Officer Meredith Village Savings Bank Merrimack County Savings Bank	Managing Partner, JCH Properties, LLC LLC Meredith Village Community Land Trust Vice President - Lakes Region Habitat for Humanity			JCH Properties, LLC - 60% Ownership Frederick Land Investments, LLC - 50% Ownership		