

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):

6/30/13

Month / Day / Year

I, Joseph C. Hayes

Reporter's Name, Street, and Mailing Address

Satuit MHC

Name of the Holding Company Director and Official

Chairman & Chief Executive Officer

Legal Title of Holding Company

72 Front Street

Title of the Holding Company Director and Official

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

Scituate

MA

02066

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.

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Richard L. Rowe, Jr. President & COO

Name

781 834-2105

Title

Area Code / Phone Number / Extension

781 834-2109

Area Code / FAX Number

richard.rowe@scituatefederal.com

E-mail Address

Signature of Holding Company Director and Official

October 8, 2013

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

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 3919738-3866270-453370
 C.I. _____

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 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.

Satuit Bancorp
Legal Title of Subsidiary Holding Company
72 Front Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Scituate **MA** **02066**
City State Zip Code

Physical location (if different from mailing address)

Hannah Brook, LLC
Legal Title of Subsidiary Holding Company
72 Front Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Scituate **MA** **02066**
City State Zip Code

Physical location (if different from mailing address)

Scituate Federal Savings Bank
Legal Title of Subsidiary Holding Company
72 Front Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Scituate **MA** **02066**
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)

Front Street Securities Corporation
Legal Title of Subsidiary Holding Company
72 Front Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Scituate **MA** **02066**
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)

Satuit Lane, LLC
Legal Title of Subsidiary Holding Company
72 Front Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Scituate **MA** **02066**
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)

SATUIT MHC

100%

SATUIT BANCORP, INC.

100%

SCITUATE FEDERAL SAVINGS BANK

100%

Front Street Securities Corporation
a Massachusetts Corporation

100%

Satuit Land, LLC
a Massachusetts Limited Liability Company

65%

Hannah Brook, LLC
a Massachusetts Limited Liability Company

