

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

I, Mark A. Pitkin

Name of the Bank Holding Company Director and Official

President & CEO

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Sugar River Bancorp MHC

Legal Title of Bank Holding Company

PO Box 569

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

Newport

NH

03773

City

State

Zip Code

10 North Main Street

Physical location (if different from mailing address)

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

Person to whom questions about this report should be directed:

Steven A. Thibodeau

SVP / CFO / COO

Name

Title

603-843-6237

Area Code / Phone Number / Extension

603-843-6206

Area Code / FAX Number

SThibodeau@SugarRiverBank.com

E-mail Address

none

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

Signature of Bank Holding Company Director and Official

01/21/2014

Date of Signature

For bank 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.

4191399

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 Bank Holding Companies

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

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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City State Zip Code

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City State Zip Code

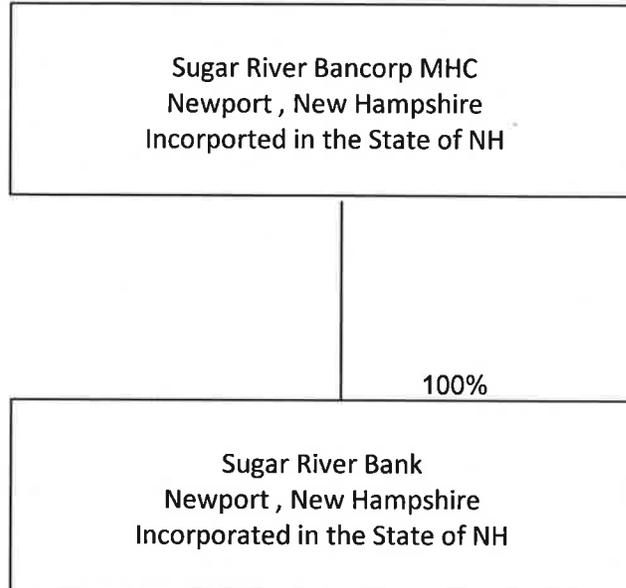
Physical location (if different from mailing address)

FORM FR Y-6
SUGAR RIVER BANCORP MHC
NEWPORT, NEW HAMPSHIRE
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item

1: The bank holding company does not prepare an annual report for its shareholders.

2a: Organizational Chart



Results: A
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Note:
To satisfy
The FR Y-

* FDIC

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 ID	RSSD*	Comments
OK		Full Service (Head Office)	92706		SUGAR RIVER BANK	10 NORTH MAIN STREET, BOX 569	NEWPORT	NH	03773	SULLIVAN	UNITED STATES	11957	0			92706
OK		Full Service	1391590		GRANTHAM BRANCH	ROUTE 10, SAWYER BROOK PLAZA	GRANTHAM	NH	03753	SULLIVAN	UNITED STATES	243602	4			92706
OK		Full Service	522502		NEW LONDON BRANCH	130 NEWPORT ROAD	NEW LONDON	NH	03257	MERRIMACK	UNITED STATES	243600	2			92706
OK		Full Service	93208		SUNAPEE BRANCH	541 ROUTE 11	SUNAPEE	NH	03782	SULLIVAN	UNITED STATES	243601	3			92706
OK		Full Service	400208		WARNER BRANCH	2 WEST MAIN STREET	WARNER	NH	03278	MERRIMACK	UNITED STATES	243599	1			92706

FORM FR Y-6

SUGAR RIVER BANCORP MHC
NEWPORT, NEW HAMPSHIRE

FISCAL YEAR ENDING DECEMBER 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 ending 12-31-2011

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
-----------------------------------------	------------------------------------------------------	---------------------------------------------------------------------------

None

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 ending 12/31/2011

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
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None

FORM FR Y-6

SUGAR RIVER BANCORP MHC
NEWPORT, NEW HAMPSHIRE

FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

Name, City, State, Country	(2) -1 Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company Securities	(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 (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of Voting securities held)
Lynn C. Perkins Warner, NH	Retired	Trustee - Chairman	Director Sugar River Bank	N/A	None	None	None
Erie G. Blanchard New London, NH	Retired	Trustee	Director Sugar River Bank	N/A	None	None	None
Maureen Hampton New London, NH	VP - Finance / HR - Micro Dat	Trustee	Director Sugar River Bank	VP - Finance / HR - Micro Dat	None	None	None
Dr. Richard Holmes Sunapee, NH	Retired	Trustee	Director Sugar River Bank	N/A	None	None	None
David M. Lantz Sunapee, NH	Owner, MJ Harrington's Jewelers	Trustee	Director Sugar River Bank	Owner, MJ Harrington's Jewelers	None	None	100% Owner, MJ Harrington's
Brackett L. Scheffy Bradford, NH	Attorney, Retired Judge	Trustee	Director Sugar River Bank	Judge, Hillsboro County, NH Attorney, Scheffy Law Office	None	None	100% Owner, Scheffy Law Office
Mark A. Plikkin Newport, NH	N/A	Trustee / President	President & CEO Sugar River Bank	None	None	None	None
Steven A. Thibodeau Claremont, NH	N/A	Secretary & CFO	SVP, CFO & COO Sugar River Bank	None	None	None	None