



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):

**April 30, 2014**

Month / Day / Year

I, **Christopher B. Dixon**

Reporter's Name, Street, and Mailing Address

**1889 Bancorp Mutual Holding Company**

Legal Title of Holding Company

**11 Central Street**

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

**Norwood**

**MA**

**02062**

City

State

Zip Code

Name of the Holding Company Director and Official

**President, CEO, Director**

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.

Physical location (if different from mailing address)

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:

**Karen Goggin**

**VP/Treasurer**

Name

Title

**781-440-4208**

Area Code / Phone Number / Extension

**781-551-0088**

Area Code / FAX Number

**kgoggin@norwoodbank.com**

E-mail Address

**www.norwoodbank.com**

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

Signature of Holding Company Director and Official

**07/23/2014**

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

RSSD ID

C.I.

**3960897**

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

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## 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.

### 1889 Bancorp Mutual Holding Company

Legal Title of Subsidiary Holding Company

#### 11 Central Street

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

**Norwood**                      **MA**                      **02062**  
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)

### 1889 Financial Services Corporation

Legal Title of Subsidiary Holding Company

#### 11 Central Street

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

**Norwood**                      **MA**                      **02062**  
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)

### Norwood Cooperative Bank

Legal Title of Subsidiary Holding Company

#### 11 Central Street

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

**Norwood**                      **MA**                      **02062**  
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)

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**  
**1889 Bancorp Mutual Holding Company**  
**Norwood, Massachusetts**  
**Fiscal Year Ending April 30, 2014**

**1889 BANCORP MUTUAL HOLDING COMPANY**  
**NORWOOD, MA**  
**INCORPORATED IN MASSACHUSETTS**

**100%**

**1889 FINANCIAL SERVICE CORPORATION**  
**NORWOOD, MA**  
**INCORPORATED IN MASSACHUSETTS**

**100%**

**NORWOOD COOPERATIVE BANK**  
**NORWOOD, MA**  
**INCORPORATED IN MASSACHUSETTS**



**Form FR Y-6**  
**1889 Bancorp Mutual Holding Company**  
**List of Directors and Officers**  
**Fiscal Year Ending April 30, 2014**

<b>Name</b>	<b>City &amp; State</b>	<b>Position with Bank Holding Company</b>
Christopher B. Dixon	Norwood, MA	Director, President, CEO, and Secretary
William G. Crowley, Jr.	Hyannisport, MA	Director and Chairman
Robert A. Dempsey	Norwood, MA	Director
Robert J. Donahue	Norwood, MA	Director
Matthew D. Smith	Norfolk, MA	Director
Robert M. Thornton	Norwood, MA	Director
Paul G. Keady	Norwood, MA	Director
William P. O'Donnell	Norwood, MA	Director
Karen Goggin	Walpole, MA	Treasurer





**Form FR Y-6**  
**1889 Bancorp Mutual Holding Company**  
**List of Branches**  
**Fiscal Year Ending April 30, 2014**

<b>Bank</b>	<b>Location</b>
Norwood Bank	11 Central Street, Norwood MA ✓



**Form FR Y-6**  
**1889 Bancorp Mutual Holding Company**  
**List of Directors and Officers**  
**Fiscal Year Ending April 30, 2014**

(1) Name, City, State, Country	(2) Principal Occupation if other than Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Bank Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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)
Christopher B. Dixon, Norwood, MA, USA	N/A	Director, President, CEO, and Secretary	Director, President, CEO, and Secretary (1889 Financial Services Corp.) (Norwood Cooperative Bank	N/A	0%	0%	0%
William G. Crowley, Hyannisport, MA, USA	Retired	Director and Chairman	Director and Chairman (1889 Financial Services Corp.) (Norwood Cooperative Bank)	N/A	0%	0%	0%
Robert A. Dempsey, Norwood, MA, USA	Insurance Agency	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	President of Insurance Agency	0%	0%	0%
Robert J. Donahue, Norwood, MA, USA	Lawyer	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	Lawyer	0%	0%	0%
Matthew D. Smith, Norfolk, MA, USA	Engineer	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	Engineer	0%	0%	0%
Robert M. Thornton, Norwood, MA, USA	Accountant	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	Town Accountant	0%	0%	0%
Paul G. Keady, Norwood, MA, USA	Real Estate Broker	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	Real Estate Broker	0%	0%	0%
William P. O'Donnell, Norwood, MA, USA	Lawyer	Director	Director (1889 Financial Services Corp.) (Norwood Cooperative Bank)	Registrar of Deeds	0%	0%	0%
Karen Goggin, Walpole, MA, USA	N/A	Treasurer	Treasurer (1889 Financial Services Corp.) (Norwood Cooperative Bank)	N/A	0%	0%	0%

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RSSD Tiering for:  
 1889 BANCORP MHC  
 Structure as of 20140430 and going downward

Seq Num	ID	RSSD	Legal Name	Addl City	State/ Country	State/ Country Inc	Dist FRS	ARDF	Ent Type	Actv Code	Basis of Relationship	PCT
0001	3960897		1889 BANCORP MHC	NORWOOD	MASSACHUSETTS	MASSACHUSETTS	1	1	BHC	551111	Vig Edty	100
0002	3960918		1889 FINANCIAL SERVICES CORPORATION	NORWOOD	MASSACHUSETTS	MASSACHUSETTS	1	1	BHC	551111	Vig Edty	100
0003	1013070		NORWOOD CO-OPERATIVE BANK	NORWOOD	MASSACHUSETTS	MASSACHUSETTS	1	1	CPB	52211	Vig Edty	100

Total Number of Entities in the tree 3  
 Total Number of Unique Entities in the tree 3

**Tier Selection Criteria**

RSSD Tiering for 3960897 1889 BANCORP MHC  
 As of Date 20140430  
 Direction Down  
 Selection Rule All Entities  
 Branches - Domestic Institutions No Branches  
 Branches - Foreign Institutions No Branches

**Explanatory Notes**

**Entity Type**  
 BHC Description BANK HOLDING COMPANY  
 CPB Description COOPERATIVE BANK

**Primary Activity Code**  
 52211 Description COMMERCIAL BANKING  
 551111 Description OFFICES OF BANK HOLDING COMPANIES

**Basis of Relationship**  
 Vig Edty Description Voting Equity

Two asterisks (\*\*) next to the Seq Num indicates that confidentiality is pending or granted.  
 An asterisk (\*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.  
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.  
 Dist FRS is the district that denotes the physical location of the entity and ARDF is the regulating FRB.  
 The ARDF is only applicable to BHCs, SLHCs, FBOs, Dis, and Edge/Agreement Corps.

