

MAR 24 2015

Board of Governors of the Federal Reserve System

Supervision, Regulation and  
Credit Department



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, 2014

Month / Day / Year

I, Joseph V. Roller II

Name of the Holding Company Director and Official

President & C.E.O.

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.

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Cambridge Bancorp

Legal Title of Holding Company

1336 Massachusetts Avenue

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

Cambridge

MA

02138

City

State

Zip Code

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:

Stephen Curtin

Sr Accountant

Name

Title

617-441-1560

Area Code / Phone Number / Extension

617-812-0463

Area Code / FAX Number

scurtin@cambridgetrust.com

E-mail Address

Signature of Joseph V. Roller II

Signature of Holding Company Director and Official

03/10/2015

Date of Signature

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

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

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 Federal Reserve Bank Use Only

RSSD ID 1115013  
C.I. \_\_\_\_\_

ETZ  
3/26/15

2015  
3/26/15

## 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.

see attached org. chart

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)

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March 10, 2015

Ms. JoanMarie Herlihy  
Federal Reserve Bank of Boston  
600 Atlantic Avenue  
Boston, MA 02106-2076

Dear Ms. Herlihy:

Attached is the Annual Report of the Bank Holding Companies, Form FRY-6 for the Cambridge Trust Company and its parent, Cambridge Bancorp.

- Report Item #1a: **Form 10-K filed with the Securities and Exchange Commission - N/A**
- Report Item #1b: **Annual Report to Shareholders - Enclosed**
- Report Item #2: **Organizational Chart**

The Cambridge Trust Company is a wholly owned subsidiary of Cambridge Bancorp. The parent owns 100% of the stock, and the subsidiary is the only direct subsidiary of that holding company. There are no non-bank subsidiaries, nor are there any foreign subsidiaries. Attached is an organizational chart.

- Report Item #2b: **Domestic Branch Listing** – Submitted via email on 3/10/15.
- Report Item #3: **Shareholders**

There are three known shareholders who control more than 5% of the voting shares of the holding company. The Shareholders are:

Name	Address	Number of Shares	% of Total Shares
Banc Funds Co. LLC	208 S.La Salle St. #1680 Chicago, IL 60604	357,026	9.06%
Cambridge Bancorp Inc Employee Stock Ownership Plan	1336 Massachusetts Ave Cambridge, MA 02138	320,544	8.13%
City of Cambridge Retirement System	255 Bent Street Cambridge, MA 02141	255,944 (per last communication)	6.50%

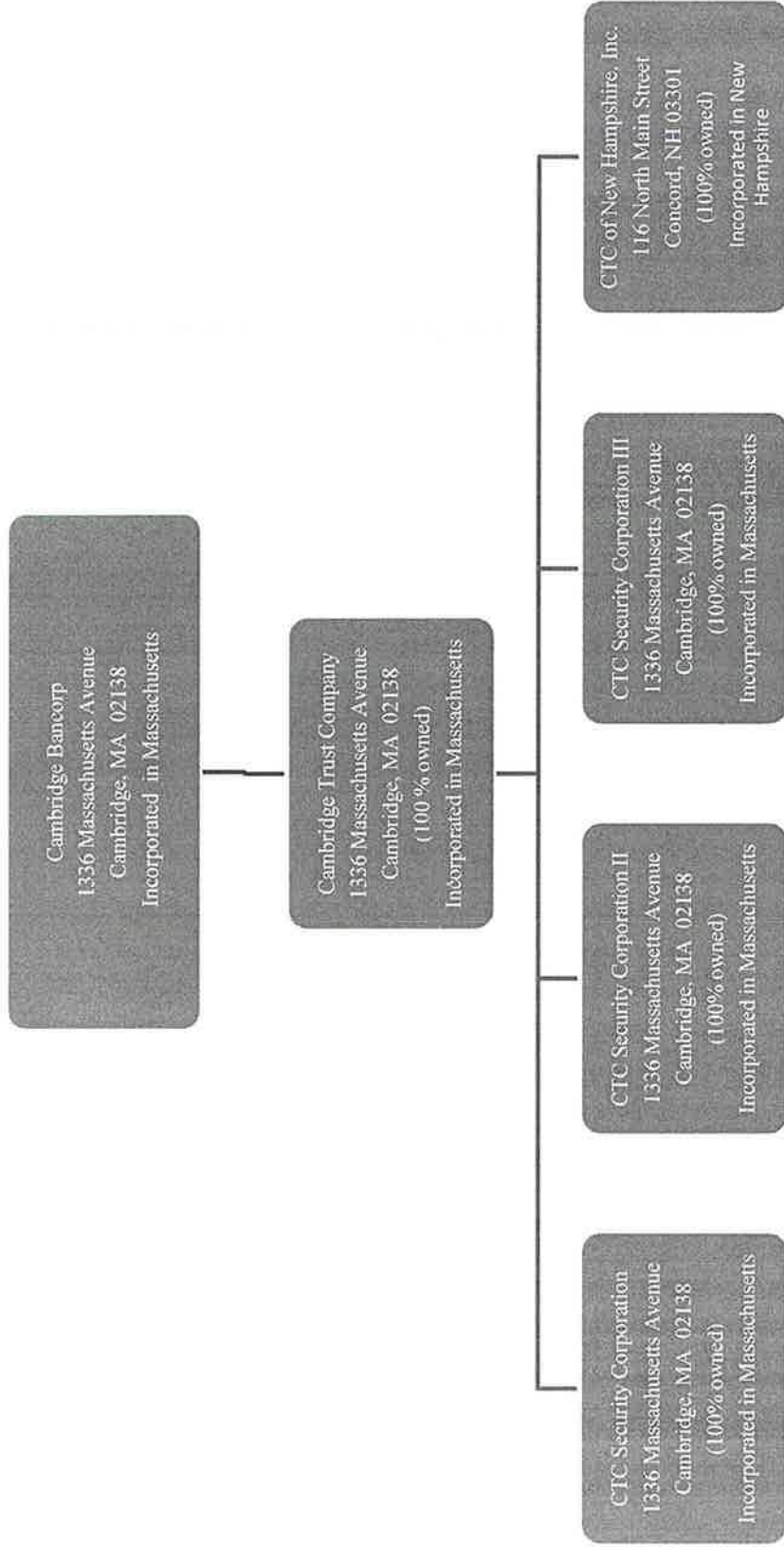
- Report Item #4: **Directors and Officers** - see attached schedule.

Very truly yours,



Albert R. Riethemer  
Chief Financial Officer & Treasurer

# SUBSIDIARY OF THE HOLDING COMPANY AND THE BANK



Report Item #4 Qx 1	Report Item #4 Qx 3a, 3b, 3c	Report Item #4 Qx 2	Report Item #4 Qx 4a, 4b	Report Item #4 Qx 4c
Name City, State	Title/Position With Any Other Business/Company	Principal Occupation (Other than Cambridge Bancorp)	Number of Shares Percentage Owned, etc. (Cambridge Bancorp) <5.00%	Other Business > 25%, etc. (Related to Qx 3)
Bettacchi, Robert J. Lexington, MA 02421	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Principle/Owner RJB Consulting	6,061 2,800 (st. name)	100%
Briggs, Donald T. Lexington, MA 02141	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	President/SVP Development Federal Realty Investment	781	
Jeanette Clough G. Boston, MA 02114	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	President & CEO Mount Auburn Hospital	2,722	
Green, Sarah G. Newburyport, MA 01950	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Retired First Vice President and Chief Operating Officer Federal Reserve Bank of Richmond	312	
Hambleton Lord Cambridge, MA 02138	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Managing Director Launchpad Venture Group	1,051 200 (st. name)	
Palandjian, Leon A. Belmont, MA 02478	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Managing Member Intercontinental Capital Management, LLC Portfolio Manager Techari Global Healthcare Fund	3,070 30 (st. name)	SEE ATTACHED
Peterkin, Robert S. Arlington, MA 02474	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company Director, American College of Education Director, NE College of Finance, LLC	Professor Emeritus Harvard Graduate School of Education Principal Peterkin Consulting Group	9,400	
Rietheimer, Albert R. Nashua, NH 03062	Treasurer & CFO, Cambridge Bancorp, Inc. Senior VP, CFO & Treasurer, Cambridge Trust Company -		6,465	

Report Item #4 Qx 1 ----- Name City, State	Report Item #4 Qx 3a, 3b, 3c ----- Title/Position With Any Other Business/Company	Report Item #4 Qx 2 ----- Principal Occupation (Other than Cambridge Bancorp)	Report Item #4 Qx 4a, 4b ----- Number of Shares Percentage Owned, etc. (Cambridge Bancorp) <5.00%	Report Item #4 Qx 4c ----- Other Business > 25%, etc. (Related to Qx 3)
Roller, Joseph V. II Boston, MA 02116	Director, President & CEO, Cambridge Bancorp Inc. Director, President & CEO, Cambridge Trust Co Director, Massachusetts Bankers Association Trustee - Cambridge Community Foundation - Cambridge Housing Assistance Fund - Huntington Theatre - Mount Auburn Hospital		20,371 4,150 (st. name)	
Stone, R. Gregg Newton, MA 02459	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Manger Kestrel Management, LLC	2,060 3,000 (st. name)	SEE ATTACHED
Thomas, Anne M. Boston, MA 02116	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Retired Special Counsel City of Somerville	4,330	
Warner, David C. Gloucester, MA 01930	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Partner Partner, J. M. Forbes & Co. LLP	3,885	
Whitlock, Linda Newton Highlands, MA 02161	Lead Director, Cambridge Bancorp, Inc. Lead Director, Cambridge Trust Company	Principal The Whitlock Group	4,471 595 (st. name)	100%
Willmore, Kathryn A. Boston, MA 02118	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Consultant	3,438	
Woodman, Byron E., Jr. Concord, MA 02742	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company - Monument Group Wealth Advisors LLC - Monument Group Tax Advisors LLC - Woodman & Eaton PC	President Woodman & Eaton, P.C. Attorney	3,546 1,645 (st. name)	

**Leon A. Palandjian, M.D.**

List of companies, % ownership, and title  
as of 1-08-15

<u>ENTITIES</u>	<u>Partnership Percentage</u>	<u>Title</u>
LAP, LLC	33%	na
Intercontinental GP	32%	na
Intercontinental Real Estate Advisors	27%	na
Techari B IX, LLC	100%	Manager
Clifton Enterprises L.P	33%	Director, Secretary
Juniper Enterprises LP	33%	Director, Secretary
Juniper Ventures, LP	33%	Director, Secretary
Redwood Enterprises LP	33%	Director, Secretary
P & S Family Partnership	32%	Director, Secretary
Centrebrook, Inc	33%	Director, Secretary
Cosmo Gp, Inc	33%	Director, Secretary
Eliot Square Enterprises, Inc	33%	Director, Secretary
Harvard 111, Inc	33%	Director, Secretary
Juniper Enterprises Inc	33%	Director, Secretary
Juniper Ventures, Inc	33%	Director, Secretary
Marion 49, Inc	33%	Director, Secretary
Redwood Enterprises Inc	33%	Director, Secretary
Intercontinental Capital Management, LLC	50%	Managing Director
Intercontinental GP, LLC	50%	Managing Director
Holdings Loan Acquisition LLC	100%	na

  
1-8-15

R. Gregg Stone  
List of Companies, Percent Ownership and Title  
Title/Position with Other Companies  
As of 12-2014

**Section I**

<b><u>Name of Company</u></b>	<b><u>Title</u></b>
PHT Corp	Chairman
Indian Spring Land Company	Director, President
Boys & Girls Club of Boston	Director
Camp Pasquaney	Director

**Section II**

<b><u>Entities</u></b>	<b><u>% Ownership</u></b>	<b><u>Title</u></b>
Harmon Street Investors, LLC	100% Legal Control	Manager
Catbird Seat, LLC	100% Legal Control	Manager
Kestrel Venture Partners, LP	100% Legal Control	General Partner
Mass Ventures Equity Fund, LP	100% Legal Control	General Partner
Launchpad Venture Group, LLC	16.67%	Director



**Results:** A list of branches for your depository institution: CAMBRIDGE TRUST COMPANY (ID\_RSSD: 736206). This depository institution is held by CAMBRIDGE BANCORP (1115013) of CAMBRIDGE, MA. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

**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.

Date Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code
OK		Full Service (Head Office)	736206	CAMBRIDGE TRUST COMPANY	1336 MASSACHUSETTS AVENUE	CAMBRIDGE	MA	02138
OK		Full Service	3922251	BELMONT BRANCH	361 TRAPELO ROAD	BELMONT	MA	02478
OK		Full Service	2743806	BEACON STREET BRANCH	65 BEACON STREET	BOSTON	MA	02108
OK		Full Service	4459156	SOUTH END BRANCH	565 TREMONT STREET	BOSTON	MA	02118
OK		Full Service	881601	HURON BRANCH	353 HURON AVENUE	CAMBRIDGE	MA	02138
OK		Full Service	735704	KENDALL SQUARE BRANCH	326 MAIN STREET	CAMBRIDGE	MA	02142
OK		Full Service	2011729	MASSACHUSETTS AVENUE BRANCH	1720 MASSACHUSETTS AVE	CAMBRIDGE	MA	02138
OK		Full Service	2727356	MIT AT UNIVERSITY PARK BRANCH	350 MASSACHUSETTS AVENUE	CAMBRIDGE	MA	02139
OK		Full Service	1489992	CONCORD CENTER BRANCH	75 MAIN STREET	CONCORD	MA	01742
OK		Full Service	4220208	1690 MASS AVE BRANCH	1690 MASSACHUSETTS AVENUE	LEXINGTON	MA	02420
OK		Full Service	3088821	LINCOLN BRANCH	152 LINCOLN ROAD	LINCOLN	MA	01773
OK		Full Service	820600	WESTON BRANCH	494 BOSTON POST ROAD	WESTON	MA	02493
OK		Trust	3747548	CONCORD TRUST	116 NORTH MAIN STREET	CONCORD	NH	03301

Date column.

County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
MIDDLESEX	UNITED STATES	5196		0 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	484937		13 CAMBRIDGE TRUST COMPANY	736206	
SUFFOLK	UNITED STATES	218050		10 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	Not Required	Not Required	CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218042		2 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218041		1 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218045		5 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218049		9 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218046		6 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	512581		14 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	364824		12 CAMBRIDGE TRUST COMPANY	736206	
MIDDLESEX	UNITED STATES	218043		3 CAMBRIDGE TRUST COMPANY	736206	
MERRIMACK	UNITED STATES	218047		7 CAMBRIDGE TRUST COMPANY	736206	